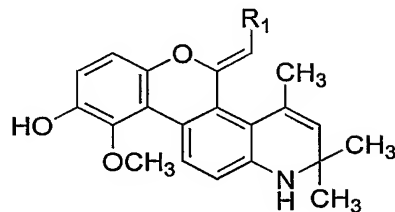


**WHAT IS CLAIMED IS**

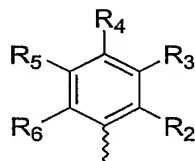
1. A compound of Formula I:



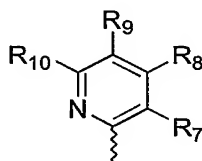
(I)

5 or a pharmaceutically acceptable derivative thereof, wherein:

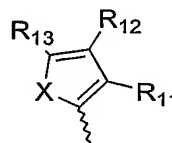
R<sub>1</sub> is selected from among Formula II, III, and IV:



(II)



(III)



(IV)

10 R<sub>2</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl, an optionally substituted haloalkyl, an optionally substituted heteroalkyl, -CONR<sub>14</sub>R<sub>15</sub>, -OR<sub>16</sub>, -COR<sub>16</sub>, -SR<sub>16</sub>, -SO<sub>2</sub>NR<sub>14</sub>R<sub>15</sub>, an optionally substituted aryl, an optionally substituted heteroaryl, an optionally substituted heterocyclyl and an optionally substituted cycloalkyl;

R<sub>3</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl, an optionally substituted haloalkyl, an optionally substituted heteroalkyl, -OR<sub>16</sub>, -SR<sub>16</sub>, an optionally substituted aryl, an optionally substituted heteroaryl, an optionally substituted heterocyclyl and an optionally substituted cycloalkyl;

20 R<sub>4</sub> is selected from hydrogen, F, Cl, Br, CN, -OR<sub>16</sub>, -SR<sub>16</sub>, an optionally substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl, an optionally substituted haloalkyl, and an optionally substituted heteroalkyl, an optionally substituted aryl, an optionally substituted heteroaryl, an optionally substituted heterocyclyl and an optionally substituted cycloalkyl; or

R<sub>2</sub> and R<sub>3</sub> together form an optionally substituted 5-6 member ring and R<sub>4</sub> is selected from hydrogen, F, Cl, Br, CN, -OR<sub>16</sub>, -SR<sub>16</sub>, an optionally substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl, an optionally substituted haloalkyl, an optionally substituted heteroalkyl, an optionally substituted aryl, an optionally substituted heteroaryl, an optionally substituted heterocyclyl and an optionally substituted cycloalkyl; or

R<sub>3</sub> and R<sub>4</sub> together form an optionally substituted 4-6 member ring and R<sub>2</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl, an optionally substituted haloalkyl, an optionally substituted heteroalkyl, -CONR<sub>14</sub>R<sub>15</sub>, -OR<sub>16</sub>, -SR<sub>16</sub>, -SO<sub>2</sub>NR<sub>14</sub>R<sub>15</sub>, an optionally substituted aryl, an optionally substituted heteroaryl, an optionally substituted heterocyclyl and an optionally substituted cycloalkyl;

R<sub>5</sub> is selected from hydrogen, F, Cl, Br, optionally substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl, -SR<sub>16</sub> and -OR<sub>16</sub>;

R<sub>6</sub> is selected from hydrogen, F, Cl, Br, an optionally substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl;

R<sub>7</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl, an optionally substituted haloalkyl, an optionally substituted heteroalkyl, -CONR<sub>14</sub>R<sub>15</sub>, -SO<sub>2</sub>NR<sub>14</sub>R<sub>15</sub>, an optionally substituted aryl, an optionally substituted heteroaryl, an optionally substituted heterocyclyl and an optionally substituted cycloalkyl;

R<sub>8</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl, an optionally substituted haloalkyl, an optionally substituted heteroalkyl, -OR<sub>16</sub>, -SR<sub>16</sub>, an optionally substituted aryl, an optionally substituted heteroaryl, an optionally substituted heterocyclyl and an optionally substituted cycloalkyl;

R<sub>9</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl, an optionally substituted haloalkyl, and an optionally substituted heteroalkyl, or

R<sub>7</sub> and R<sub>8</sub> together form an optionally substituted 5-6 member ring and R<sub>9</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl, an optionally substituted haloalkyl, an optionally substituted heteroalkyl, or

5 R<sub>8</sub> and R<sub>9</sub> together form an optionally substituted 4-6 member ring and R<sub>7</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl, an optionally substituted haloalkyl, an optionally substituted heteroalkyl, -CONR<sub>14</sub>R<sub>15</sub>, and an optionally substituted aryl;

10 R<sub>10</sub> is selected from hydrogen, F, Cl, Br, an optionally substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl; and

R<sub>11</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl, an optionally substituted haloalkyl, an optionally substituted heteroalkyl,  
15 hydroxyiminoalkyl, alkoxyiminoalkyl, aryloxyiminoalkyl, -CONR<sub>14</sub>R<sub>15</sub>, SO<sub>2</sub>NR<sub>14</sub>R<sub>15</sub>, OR<sub>16</sub>, -SR<sub>16</sub>, -COR<sub>16</sub>, an optionally substituted aryl, an optionally substituted heteroaryl, an optionally substituted heterocyclyl and an optionally substituted cycloalkyl;

R<sub>12</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted  
20 alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl, an optionally substituted haloalkyl, an optionally substituted heteroalkyl, -OR<sub>16</sub>, -SR<sub>16</sub>, an optionally substituted aryl, an optionally substituted heteroaryl, an optionally substituted heterocyclyl and an optionally substituted cycloalkyl;

R<sub>13</sub> is selected from hydrogen, F, Cl, Br, CN, CONR<sub>14</sub>R<sub>15</sub>, an optionally  
25 substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl, an optionally substituted haloalkyl, and an optionally substituted heteroalkyl, or

R<sub>11</sub> and R<sub>12</sub> together form an optionally substituted 5-6 member ring and  
30 R<sub>13</sub> is selected from hydrogen, F, Cl, Br, CN, CONR<sub>14</sub>R<sub>15</sub>, an optionally substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl, an optionally substituted haloalkyl, and an optionally substituted heteroalkyl, or

R<sub>12</sub> and R<sub>13</sub> together form an optionally substituted 4-6 member ring and R<sub>11</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl, an optionally substituted haloalkyl, an optionally substituted heteroalkyl, -CONR<sub>14</sub>R<sub>15</sub>, an optionally substituted aryl, an optionally substituted heteroaryl, an optionally substituted heterocyclyl and an optionally substituted cycloalkyl;

R<sub>14</sub> and R<sub>15</sub> are each independently selected from hydrogen, an optionally substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl, an optionally substituted haloalkyl, an optionally substituted aryl, an optionally substituted heteroaryl, an optionally substituted heterocyclyl, an optionally substituted cycloalkyl and an optionally substituted heteroalkyl, or

R<sub>14</sub> and R<sub>15</sub> together form an optionally substituted 4-7 member ring;

R<sub>16</sub> is selected from hydrogen, an optionally substituted alkyl, an optionally substituted alkenyl, an optionally substituted alkynyl, an optionally substituted haloalkyl, an optionally substituted heteroalkyl, an optionally substituted aryl, an optionally substituted heteroaryl, an optionally substituted heterocyclyl and an optionally substituted cycloalkyl;

X is selected from O, S, and NR<sub>17</sub>; and

R<sub>17</sub> is selected from hydrogen and an optionally substituted alkyl, an optionally substituted alkenyl and an optionally substituted alkynyl;

wherein the substituents on the alkyl, alkenyl, alkynyl, aralkyl, aryl, heteroaryl, heterocyclyl, and cycloalkyl groups, when present, are each individually and independently selected from one to four group(s) selected from: alkyl, alkenyl, alkynyl, cycloalkyl, aryl, heteroaryl, non-aromatic heterocycle, hydroxy, alkoxy, alkoxyalkoxy, aryloxy, mercapto, alkylthio, arylthio, cyano, halo, carbonyl, imino, hydroxyimino, alkoxyimino, aryloxyimino, aralkoxyiminothiocarbonyl, O-carbamyl, N-carbamyl, O-thiocarbamyl, N-thiocarbamyl, C-amido, N-amido, S-sulfonamido, N-sulfonamido, C-carboxy, O-carboxy, isocyanato, thiocyanato, isothiocyanato, nitro, silyl, trihalomethanesulfonyl, heteroaryloxy, heteroaralkoxy, heterocyclxyloxy, cycloalkoxy, perfluoroalkoxy, alkenyloxy, alkynyloxy, aralkoxy, alkylcarbonyloxy, arylcarbonyloxy, aralkylcarbonyloxy, alkoxy carbonyloxy,

aryloxycarbonyloxy, aralkoxycarbonyloxy, aminocarbonyloxy, alkylaminocarbonyloxy, dialkylaminocarbonyloxy, alkylarylamino carbonyloxy, diarylamino carbonyloxy and amino; including mono- and di-substituted amino groups, and the protected derivatives of amino groups;

5            wherein at least one position selected from R<sub>2</sub>, R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, and R<sub>6</sub> is not hydrogen;

             at least one position selected from R<sub>7</sub>, R<sub>8</sub>, R<sub>9</sub>, and R<sub>10</sub> is not hydrogen;

             if R<sub>4</sub> is F, then at least one position selected from R<sub>2</sub>, R<sub>3</sub>, R<sub>5</sub> and R<sub>6</sub> is not hydrogen;

10           if R<sub>3</sub> is F, then at least one position selected from R<sub>2</sub>, R<sub>4</sub>, R<sub>5</sub>, and R<sub>6</sub> is not hydrogen; and

             if any two positions selected from R<sub>2</sub>, R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, and R<sub>6</sub> are both F, then at least one of the other three positions selected from R<sub>2</sub>, R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, and R<sub>6</sub> is not hydrogen.

15           2. The compound of claim 1, wherein R<sub>2</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, -CONR<sub>14</sub>R<sub>15</sub>, -OR<sub>16</sub>, -SR<sub>16</sub>, -SO<sub>2</sub>NR<sub>14</sub>R<sub>15</sub>, and an optionally substituted aryl,

             R<sub>3</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, -OR<sub>16</sub>, -SR<sub>16</sub> and an optionally substituted aryl, and

             R<sub>4</sub> is selected from hydrogen, F, Cl, Br, CN, -OR<sub>16</sub>, a ring, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, and an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, or

25           R<sub>2</sub> and R<sub>3</sub> together form an optionally substituted 5-6 member ring and R<sub>4</sub> is selected from hydrogen, F, Cl, Br, CN, -OR<sub>16</sub>, a ring, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, and an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, or

             R<sub>3</sub> and R<sub>4</sub> together form an optionally substituted 4-6 member ring and R<sub>2</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an

30

optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, -CONR<sub>14</sub>R<sub>15</sub>, -OR<sub>16</sub>, -SR<sub>16</sub>, -SO<sub>2</sub>NR<sub>14</sub>R<sub>15</sub>, and an optionally substituted aryl;

R<sub>5</sub> is selected from hydrogen, F, Cl, Br, optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, and OCH<sub>3</sub>;

5 R<sub>6</sub> is selected from hydrogen and F;

R<sub>7</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, -CONR<sub>14</sub>R<sub>15</sub>, and an optionally substituted aryl,

10 R<sub>8</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, -OR<sub>16</sub>, a phenyl that is optionally substituted with hydrogen, a halogen, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, and an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, and

15 R<sub>9</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, and an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, or

R<sub>7</sub> and R<sub>8</sub> together form an optionally substituted 5-6 member ring and R<sub>9</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, or

20 R<sub>8</sub> and R<sub>9</sub> together form an optionally substituted 4-6 member ring and R<sub>7</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, -CONR<sub>14</sub>R<sub>15</sub>, and an optionally substituted aryl;

25 R<sub>10</sub> is selected from hydrogen, F, Cl, CH<sub>3</sub>, and OCH<sub>3</sub>;

R<sub>11</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, -CONR<sub>14</sub>R<sub>15</sub>, and an optionally substituted aryl,

30 R<sub>12</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, -OR<sub>16</sub>, a phenyl that is optionally substituted with hydrogen, a halogen,

an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, and an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, and

R<sub>13</sub> is selected from hydrogen, F, Cl, Br, CN, CONR<sub>14</sub>R<sub>15</sub>, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, and an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, or

R<sub>11</sub> and R<sub>12</sub> together form an optionally substituted 5-6 member ring and R<sub>13</sub> is selected from hydrogen, F, Cl, Br, CN, CONR<sub>14</sub>R<sub>15</sub>, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, and an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, or

R<sub>12</sub> and R<sub>13</sub> together form an optionally substituted 4-6 member ring and R<sub>11</sub>, is selected from hydrogen, F, Cl, Br, CN, CONR<sub>14</sub>R<sub>15</sub>, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, -CONR<sub>14</sub>R<sub>15</sub>, and an optionally substituted aryl;

R<sub>14</sub> and R<sub>15</sub> are each independently selected from hydrogen, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, and an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, or

R<sub>14</sub> and R<sub>15</sub> together form an optionally substituted 4-7 member ring;

R<sub>16</sub> is selected from hydrogen, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, and an optionally substituted aryl;

X is selected from O, S, and NR<sub>17</sub>;

R<sub>17</sub> is selected from hydrogen and an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl; and

wherein

at least one position selected from R<sub>2</sub>, R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, and R<sub>6</sub> is not hydrogen;

at least one position selected from R<sub>7</sub>, R<sub>8</sub>, R<sub>9</sub>, and R<sub>10</sub> is not hydrogen;

if R<sub>4</sub> is F, then at least one position selected from R<sub>2</sub>, R<sub>3</sub>, R<sub>5</sub> and R<sub>6</sub> is not hydrogen;

if R<sub>3</sub> is F, then at least one position selected from R<sub>2</sub>, R<sub>4</sub>, R<sub>5</sub>, and R<sub>6</sub> is not hydrogen; and

if any two positions selected from R<sub>2</sub>, R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, and R<sub>6</sub> are both F, then at least one of the other three positions selected from R<sub>2</sub>, R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, and R<sub>6</sub> is not hydrogen.

3. The compound of claims 1 or 2, wherein R<sub>2</sub> is selected from hydrogen,  
5 halo, cyano, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, aryl, haloalkoxy, haloalkylthio, formylaryl, hydroxyC<sub>1</sub>-C<sub>4</sub>alkyl, diC<sub>1</sub>-C<sub>4</sub>alkylaminoC<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>1</sub>-C<sub>4</sub>alkylcarbonyl, hydroxyiminoC<sub>1</sub>-C<sub>4</sub>alkyl, alkoxyiminoC<sub>1</sub>-C<sub>4</sub>alkyl, alkoxyalkoxyC<sub>1</sub>-C<sub>4</sub>alkyl, hydroxyhaloC<sub>2</sub>-C<sub>4</sub> alkyl, hydroxyhaloC<sub>2</sub>-C<sub>4</sub> alkenyl, C<sub>1</sub>-C<sub>4</sub>alkylcarbonyloxyC<sub>1</sub>-C<sub>4</sub>alkyl, formyl, -OR<sub>16</sub>, -SR<sub>16</sub>, -CONR<sub>14</sub>R<sub>15</sub>, -SO<sub>2</sub>NR<sub>14</sub>R<sub>15</sub>, wherein R<sub>14</sub> and R<sub>15</sub> are  
10 each independently selected from hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>5</sub>-C<sub>6</sub> aryl C<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>3</sub>-C<sub>7</sub> cycloalkyl, or R<sub>14</sub> and R<sub>15</sub> together form an optionally substituted 4-7 member ring containing 1 or 2 heteroatoms selected from nitrogen and oxygen..

4. The compound of any of claims 1-3, wherein R<sub>2</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally  
15 substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, -CONR<sub>14</sub>R<sub>15</sub>, -OR<sub>16</sub>, -SR<sub>16</sub>, -SO<sub>2</sub>NR<sub>14</sub>R<sub>15</sub>, and an optionally substituted aryl.

5. The compound of any of claims 1-4, wherein R<sub>2</sub> is phenyl.

6. The compound of any of claims 1-3, wherein R<sub>2</sub> is selected from hydrogen, halo, cyano, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, haloalkoxy, hydroxyC<sub>1</sub>-C<sub>4</sub>alkyl,  
20 alkoxyalkoxyC<sub>1</sub>-C<sub>4</sub> alkyl, and hydroxyhaloC<sub>1</sub>-C<sub>4</sub> alkyl.

7. The compound of any of claims 1-3, and 6 wherein R<sub>2</sub> is selected from from hydrogen, fluoro, chloro, bromo, cyano, methyl, vinyl, hydroxymethyl, diethylaminomethyl, methoxymethoxymethyl, hydroxyiminomethyl, acetyloxymethyl, 1-hydroxy-2-trifluoroethyl, phenyl, trifluoromethoxy,  
25 trifluoromethylthio, acetyl, formyl, diethylaminocarbonyl, 3-formylphenyl, N-benzyl-N-metnylaminocarbonyl, dimethylaminocarbonyl, 1-pyrrolidinocarbonyl, 1-morpholinocarbonyl, 4-methyl piperazi-1-nocarbonyl, piperidinocarbonyl, N-cyclohexyl-N-methylaminocarbonyl, piperidinosulfonyl, and N,N-dimethylaminosulfonyl.



8. The compound of any of claims 1-3, wherein R<sub>2</sub> is selected from hydrogen, fluoro, chloro, cyano, methyl, hydroxymethyl, methoxymethoxymethyl, 1-hydroxy-2-trifluoroethyl, vinyl and trifluoromethoxy.

9. The compound of any of claims 1-3 and 7, wherein R<sub>3</sub> is selected from  
5 hydrogen, halo, hydroxy, C<sub>1</sub>-C<sub>4</sub>alkoxy, C<sub>1</sub>-C<sub>4</sub>alkyl, haloC<sub>1</sub>-C<sub>4</sub>alkyl, haloalkoxy, haloC<sub>1</sub>-C<sub>4</sub>alkylthio, aryl, heteroaryl, haloaryloxy, aryloxy, haloaryloxy, alkoxyaryloxy, C<sub>1</sub>-C<sub>4</sub>alkylaryloxy, haloalkoxyaryloxy, haloaryl and hydroxyC<sub>1</sub>-C<sub>4</sub>alkyl.

10. The compound of any of claims 1-3, wherein R<sub>3</sub> is selected from  
10 hydrogen, F, Cl, Br, CN, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, -OR<sub>16</sub>, -SR<sub>16</sub> and an optionally substituted aryl.

11. The compound of any of claims 1-10, wherein R<sub>3</sub> is phenyl.

12. The compound of any of claims 1-3, 7 and 9, wherein R<sub>3</sub> is selected  
15 from hydrogen, halo, hydroxy, C<sub>1</sub>-C<sub>4</sub>alkoxy, C<sub>1</sub>-C<sub>4</sub>alkyl, haloC<sub>1</sub>-C<sub>4</sub>alkyl, haloalkoxy, haloC<sub>1</sub>-C<sub>4</sub>alkylthio, haloaryloxy, and aryloxy.

13. The compound of any of claims 1-3, 7, 9 and 12, wherein R<sub>3</sub> is selected from hydrogen, fluoro, chloro, bromo, hydroxy, methoxy, methyl, tert-butyl, trifluoromethyl, hydroxymethyl, trifluoromethoxy, trifluoromethylthio, phenyl, 2,2-difluoro-1-ethoxy, 4,4,4-trifluoro-but-1-oxy, 2,4-difluorophenyl, 2-fluorophenyl, phenoxy, 3,6-dichlorophenoxy, 4-methoxyphenoxy, 3,4-dichlorophenoxy, 4-methylphenoxy, 4-chlorophenoxy, 3-trifluoromethoxyphenoxy, 4-fluorophenoxy, 3-thienyl, 3,3-difluoro-2,2,2-trifluoroprop-1-yloxy, 3,5-dichlorophenoxy, 4-fluorobenzoyloxy, 3-fluorobenzoyloxy and 3-pyridyl.  
20

14. The compound of claim 13, wherein R<sub>3</sub> is selected from hydrogen, fluoro, chloro, hydroxy, methyl, trifluoromethyl, hydroxymethyl, trifluoromethoxy, phenoxy, trifluoromethylthio and 4-fluorophenoxy.  
25

15. The compound of any of claims 1-14, wherein R<sub>4</sub> is selected from hydrogen, halo, hydroxy, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>2</sub>-C<sub>4</sub>alkenyl, C<sub>3</sub>-C<sub>6</sub>cycloalkyl, haloC<sub>1</sub>-C<sub>4</sub> alkyl, aryl, hydroxy C<sub>1</sub>-C<sub>4</sub>alkyl, alkoxy, haloalkoxy, aralkoxy, haloaralkoxy, alkylaralkoxy, haloaryl, or R<sub>3</sub> and R<sub>4</sub> together form alkelenedioxy.  
30

16. The compound of any of claims 1-14, wherein R<sub>4</sub> is selected from from hydrogen, chloro, bromo, hydroxy, methoxy, fluoro, trifluoromethoxy, methyl, ethyl, isopropyl, vinyl, benzyloxy, phenyl, cyclohexyl, trifluoromethyl, 4-methylbenzyloxy, hydroxymethyl, or R<sub>3</sub> and R<sub>4</sub> together form an methelenedioxy.

5        17. The compound of any of claims 1-16, wherein R<sub>4</sub> is selected from hydrogen and halogen.

18. The compound of any of claims 1-17, wherein R<sub>4</sub> is hydrogen.

19. The compound of any of claims 1-17, wherein R<sub>4</sub> is halogen.

20. The compound of any of claims 1-17, and 19 wherein R<sub>4</sub> is fluorine.

10        21. The compound of claims 1 or 2, wherein R<sub>2</sub> and R<sub>3</sub> together form an optionally substituted 5-6 member ring and R<sub>4</sub> is selected from hydrogen, F, Cl, Br, CN, -OR<sub>16</sub>, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, an optionally substituted cycloalkyl, an optionally substituted heterocyclyl and an optionally substituted  
15        heteroaryl ring.

22. The compound of any of claims 1 or 2, wherein R<sub>3</sub> and R<sub>4</sub> together form an optionally substituted 4-6 member ring and R<sub>2</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, -CONR<sub>14</sub>R<sub>15</sub>, -OR<sub>16</sub>, -SR<sub>16</sub>, -  
20        SO<sub>2</sub>NR<sub>14</sub>R<sub>15</sub>, an optionally substituted cycloalkyl, an optionally substituted heterocyclyl and an optionally substituted heteroaryl ring.

23. The compound of any of claims 1, 2, or 21, wherein R<sub>2</sub> and R<sub>3</sub> together form alkelenedioxy.

24. The compound of any of claims 1, 2, or 21, wherein R<sub>2</sub> and R<sub>3</sub>  
25        together with the phenyl ring on which they are substituted form optionally substituted benzo-1,3-dioxan or optionally substituted naphthyl ring.

25. The compound of any of claims 1-24, wherein R<sub>5</sub> is selected from hydrogen, halo, haloC<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>1</sub>-C<sub>4</sub>alkyl, and C<sub>1</sub>-C<sub>4</sub>alkoxy.

26. The compound of any of claims 1-25, wherein R<sub>5</sub> is selected from  
30        hydrogen, F, Cl, Br, optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, and OCH<sub>3</sub>.

27. The compound of any of claims 1-25, wherein  $R_5$  is selected from hydrogen, F, Cl, Br, methyl, trifluoromethyl, isobutyl and methoxy.

28. The compound of any of claims 1-27, wherein  $R_5$  is selected from hydrogen, F, Cl and Br.

5        29. The compound of any of claims 1-28, wherein,  $R_5$  is F.

30. The compound of any of claims 1-27, wherein  $R_5$  is hydrogen.

31. The compound of any of claims 1-30, wherein  $R_6$  is selected from hydrogen, halo and  $C_1$ - $C_4$ alkyl.

10       32. The compound of any of claims 1-31, wherein  $R_6$  is selected from hydrogen and halo.

33. The compound of any of claims 1-32, wherein  $R_6$  is selected from hydrogen and fluoro.

34. The compound of any of claims 1-33, wherein  $R_6$  is hydrogen.

35. The compound of any of claims 1-33, wherein  $R_6$  is fluoro.

15       36. The compound of claim 1, wherein at least one position selected from  $R_2$ ,  $R_3$ ,  $R_4$ ,  $R_5$ , and  $R_6$  is not hydrogen.

37. The compound of claim 1, wherein at least one position selected from  $R_7$ ,  $R_8$ ,  $R_9$ , and  $R_{10}$  is not hydrogen.

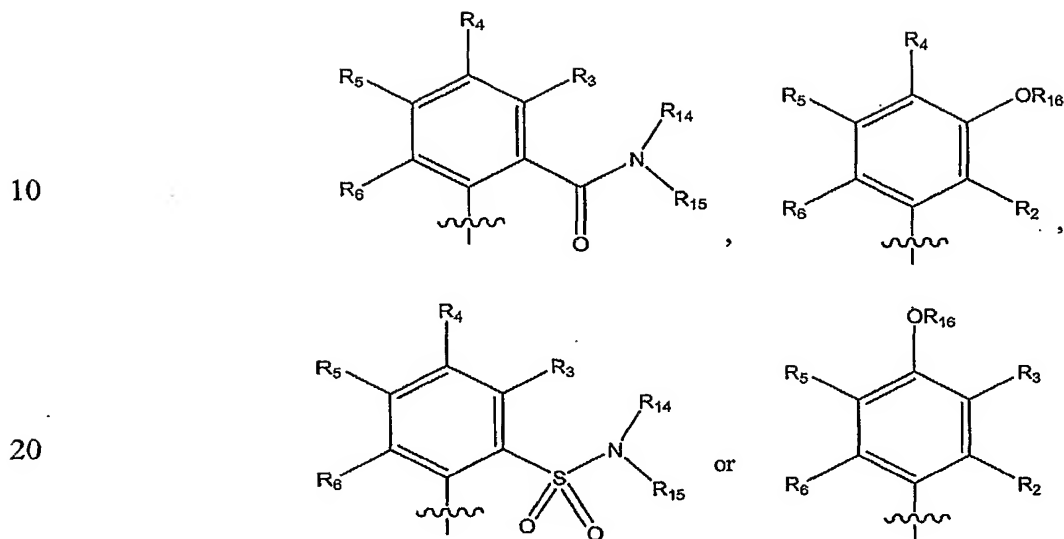
20       38. The compound of claim 1, wherein if  $R_4$  is F, then at least one position selected from  $R_2$ ,  $R_3$ ,  $R_5$  and  $R_6$  is not hydrogen.

39. The compound of claim 1, wherein if  $R_3$  is F, then at least one position selected from  $R_2$ ,  $R_4$ ,  $R_5$ , and  $R_6$  is not hydrogen.

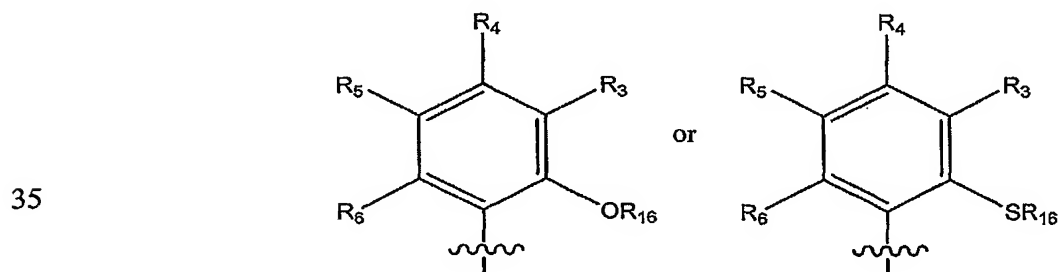
25       40. The compound of claim 1, wherein if any two positions selected from  $R_2$ ,  $R_3$ ,  $R_4$ ,  $R_5$ , and  $R_6$  are both F, then at least one of the other three positions selected from  $R_2$ ,  $R_3$ ,  $R_4$ ,  $R_5$ , and  $R_6$  is not hydrogen.

41. The compound of claim 1, wherein  $R_1$  is:

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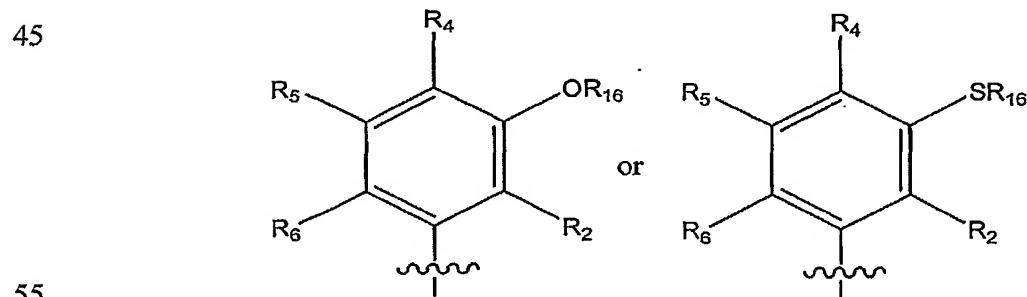


25 42. The compound of claim 1, wherein  $R_1$  is



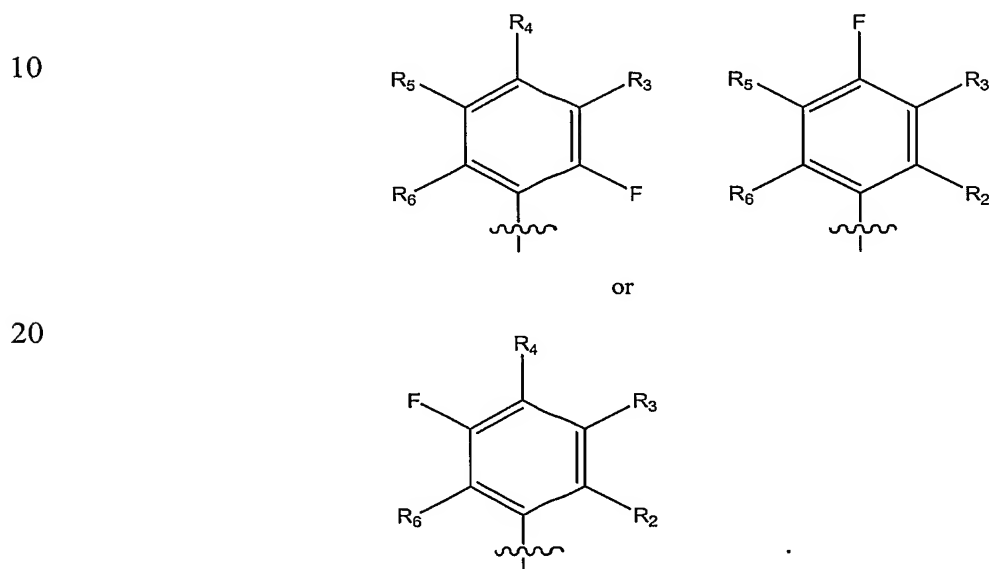
40 43. The compound of claim 42, wherein,  $R_{16}$  is hydrogen, optionally substituted  $C_1$ - $C_4$ alkyl, halo $C_1$ - $C_4$ alkyl, optionally substituted aryl, haloaryloxy and  $C_1$ - $C_4$ alkoxy $C_1$ - $C_4$ alkyl.

45 44. The compound of claim 1, wherein  $R_1$  is:



45. The compound of claim 44, wherein  $R_{16}$  is hydrogen, methyl, methoxy, trifluoromethyl, 4-fluorophenyl, 4-methylbenzyl, 4,4,4-trifluorobutyl, 2-fluoroethyl, 3,3-difluoro-2,2,2-trifluoropropyl, 4-fluorobenzyl, 2-fluorobenzyl, 4-methoxyphenyl, 3,4-dichlorophenyl, 4-tolyl, 4-chlorophenyl, 3-trifluoromethoxyphenyl, and phenyl.

46. The compound of claim 1, wherein  $R_1$  is



47. The compound of claim 1 or 2, wherein  $R_7$  is selected from hydrogen, F, Cl, Br, CN, an optionally substituted  $C_1$ - $C_4$  alkyl, an optionally substituted  $C_1$ - $C_4$  haloalkyl, an optionally substituted  $C_1$ - $C_4$  heteroalkyl,  $-CONR_{14}R_{15}$ , and an optionally substituted aryl.

48. The compound of claim 1, 2 or 47, wherein  $R_7$  is an optionally substituted aryl.

49. The compound of any of claims 1, 2 and 47- 48, wherein  $R_7$  is an optionally substituted phenyl.

50. The compound of claim 49, wherein  $R_7$  is substituted with one to three substituents selected from hydrogen, halogen,  $C_1$ - $C_4$  alkyl,  $C_1$ - $C_4$  haloalkyl, and  $C_1$ - $C_4$  heteroalkyl.

51. The compound of claim 1, wherein  $R_7$  is hydrogen.

52. The compound of claim 1 or 2, wherein  $R_8$  is hydrogen.

53. The compound of claims 1 or 2, wherein  $R_8$  is hydrogen.

54. The compound of claims 1 or 2, wherein R<sub>9</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, and an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl.

55. The compound of any of claims 1, 2, or 54, wherein R<sub>9</sub> is hydrogen.

5 56. The compound of claims 1 or 2, wherein R<sub>7</sub> and R<sub>8</sub> together form an optionally substituted 5-6 member ring and R<sub>9</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl.

57. The compound of claims 1 or 2, wherein R<sub>8</sub> and R<sub>9</sub> together form an  
10 optionally substituted 4-6 member ring and R<sub>7</sub> is selected from hydrogen, F, Cl, Br, CN, an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> haloalkyl, an optionally substituted C<sub>1</sub>-C<sub>4</sub> heteroalkyl, -CONR<sub>14</sub>R<sub>15</sub>, and an optionally substituted aryl.

58. The compound of claims 1 or 2, wherein R<sub>10</sub> is selected from  
15 hydrogen, F, Cl, CH<sub>3</sub>, and OCH<sub>3</sub>.

59. The compound of claims 1, 2 or 58, wherein R<sub>10</sub> is hydrogen.

60. The compound of claims 1 or 2, wherein R<sub>11</sub> is selected from hydrogen, cyano, formyl, C<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>2</sub>-C<sub>4</sub>alkenyl, C<sub>2</sub>-C<sub>4</sub>alkynyl, hydroxyC<sub>1</sub>-C<sub>4</sub>alkyl, haloC<sub>1</sub>-C<sub>4</sub>alkyl, haloC<sub>2</sub>-C<sub>4</sub>alkenyl, hydroxyC<sub>1</sub>-C<sub>4</sub>alkyl, hydroxyC<sub>2</sub>-C<sub>4</sub>alkenyl, cyanoC<sub>1</sub>-C<sub>4</sub>alkenyl, hydroxyC<sub>2</sub>-C<sub>4</sub>alkynyl, alkoxyalkoxyC<sub>1</sub>-C<sub>4</sub>alkyl, hydroxyhaloC<sub>1</sub>-C<sub>4</sub>alkyl, aminoC<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>1</sub>-C<sub>4</sub>alkylaminoC<sub>1</sub>-C<sub>4</sub>alkyl, diC<sub>1</sub>-C<sub>4</sub>alkylaminoC<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>1</sub>-C<sub>4</sub>alkylC<sub>2</sub>-C<sub>4</sub>alkenylaminoC<sub>1</sub>-C<sub>4</sub>alkyl, arylaminoC<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>2</sub>-C<sub>4</sub>alkenylaminoC<sub>1</sub>-C<sub>4</sub>alkyl, cycloC<sub>3</sub>-C<sub>6</sub>alkylaminoC<sub>1</sub>-C<sub>4</sub>alkyl, hydroxyalkoxyalkyl, haloalkylcarbonyl, alkoxyalkoxyalkoxy, carboxyalkoxyalkyl, alkoxyhaloalkyl, alkoxycarbonylalkenyl, hydroxy C<sub>1</sub>-C<sub>4</sub>alkylcarbonyl, N,N-diC<sub>1</sub>-C<sub>4</sub>alkylaminoC<sub>1</sub>-C<sub>4</sub>alkyl, N-cycloC<sub>3</sub>-C<sub>6</sub>alkyl-N-C<sub>1</sub>-C<sub>4</sub>alkylaminocarbonyl, haloC<sub>1</sub>-C<sub>4</sub>alkylcarbonyl, hydroxyhaloC<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>1</sub>-C<sub>4</sub>alkylcarbonyl, cycloC<sub>3</sub>-C<sub>6</sub>alkylcarbonyl, C<sub>2</sub>-C<sub>4</sub>alkenylcarbonyl, C<sub>2</sub>-C<sub>4</sub>alkynylcarbonyl, arylcarbonyl, heteroarylcarbonyl, hydroxyaralkyl, C<sub>1</sub>-C<sub>4</sub>alkoxyC<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>2</sub>-C<sub>4</sub>alkenyloxyC<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>2</sub>-C<sub>4</sub>alkynyloxyC<sub>1</sub>-C<sub>4</sub>alkyl, aryloxyC<sub>1</sub>-C<sub>4</sub>alkyl, hydroxyiminoC<sub>1</sub>-C<sub>4</sub>alkyl, alkoxyiminoC<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>2</sub>-C<sub>4</sub>alkenyloxyiminoC<sub>1</sub>-C<sub>4</sub>alkyl, aryloxyiminoC<sub>1</sub>-

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C<sub>4</sub>alkyl, aralkoxyiminoC<sub>1</sub>-C<sub>4</sub>alkyl, heterocyclyl, heteroaryl and CONR<sub>13</sub>R<sub>14</sub>, wherein the alkyl, alkenyl, alkynyl, cycloalkyl, heterocyclyl, heteroaryl and aryl groups can be unsubstituted or substituted with one to three substituents selected from C<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>2</sub>-C<sub>4</sub>alkenyl, C<sub>2</sub>-C<sub>4</sub>alkynyl, hydroxy, C<sub>1</sub>-C<sub>4</sub>alkoxy, nitro, halo, cyano, oxo, aryl, cycloalkyl, heterocyclyl, and heteroaryl groups.

61. The compound of any of claims 1, 2 or 60, wherein R<sub>11</sub> is selected from hydroxyC<sub>1</sub>-C<sub>4</sub>alkyl, hydroxyiminoC<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>1</sub>-C<sub>4</sub>alkoxyiminoC<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>1</sub>-C<sub>4</sub>alkylcarbonyl, C<sub>1</sub>-C<sub>4</sub>alkenyl oxyiminoC<sub>1</sub>-C<sub>4</sub>alkyl, aryloxyiminoC<sub>1</sub>-C<sub>4</sub>alkyl, aralkoxyiminoC<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>1</sub>-C<sub>4</sub>alkoxyC<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>1</sub>-C<sub>4</sub>alkoxyalkoxyC<sub>1</sub>-C<sub>4</sub>alkyl, hydroxyhaloC<sub>1</sub>-C<sub>4</sub>alkyl, cycloalkylcarbonyl, C<sub>2</sub>-C<sub>4</sub>alkynylaminoC<sub>1</sub>-C<sub>4</sub>alkyl, haloC<sub>1</sub>-C<sub>4</sub>alkylaminoC<sub>1</sub>-C<sub>4</sub>alkyl, hydroxyalkoxyC<sub>1</sub>-C<sub>4</sub>alkyl, cyanoC<sub>2</sub>-C<sub>4</sub>alkenyl, alkoxyhaloC<sub>1</sub>-C<sub>4</sub>alkyl, heterocyclylcarbonyl and haloalkylcarbonyl.

62. The compound of any of claims 1, 2 or 60, wherein R<sub>11</sub> is selected from hydrogen, cyano, carbamoyl, hydroxymethyl, 1-hydroxyethyl, vinyl, acetyl, 1-hydroxy-1-methylethyl, methoxymethyl, 4-fluorophenylhydroxymethyl, cyclohexylhydroxymethyl, hydroxythien-3-ylmethyl, hydroxythien-2-ylmethyl, N,N-diethylaminocarbonyl, methoxymethoxymethyl, 3-prop-2-enyloxymethyl, 1-hydroxybut-3-enyl, 1-hydroxy-2-phenylethyl, acroloyl, 4-fluorobenzoyl, thien-2-ylcarbonyl, cyclohexylcarbonyl, aminomethyl, phenylaminomethyl, prop-2-ynylaminomethyl, 2,2,2-trifluoroethylaminomethyl, cyclopropylaminomethyl, butylaminomethyl, 2-hydroxyethoxymethyl, isopropenyl, formyl, trifluoroacetyl, methoxyethoxymethoxy, 2,2,2-trifluoro-1-hydroxy-1-(trifluoromethyl)ethyl, but-2-ynloxymethyl, 1-cyanovinyl, prop-3-ynloxymethyl, 4-hydroxybut-3-enyl, 1-hydroxy-2-trifluoroethyl, ethoxycarbonylmethoxymethyl, carboxymethoxymethyl, 1-hydroxyprop-2-ynyl, 1-methoxy-2,2,2-trifluoroethyl, 2,2,2-trifluoro-1-methoxy-1-(trifluoromethyl)ethyl, 1-hydroxy-1-(thien-3-yl)ethyl, 2-methoxycarbonylvinyl, hydroxyethylcarbamoyl, ethylcarbamoyl, 2-(carbomethoxy)pyrrolidinocarbonyl, piperazinocarbonyl, N,N-dimethylaminomethyl, N,N-dimethylaminocarbonyl, N-ethyl-N-methylaminocarbonyl, N-morpholinocarbonyl, cyclopropyl, N-cyclohexyl-N-methylaminocarbonyl, 1-pyrrolidinocarbonyl, 2,2,2-trifluoroethylcarbamoyl, 4-hydroxypiperidinecarbonyl, 4-methylpiperazinecarbonyl, 1-

hydroxy-4,4,4-trifluorobut-2-ynyl, 3-hydroxy-3-phenylpropanoyl, 3-hydroxy-3-butanoyl, N,N-dimethoxyethylaminocarbonyl, N-allyl-N-methylaminocarbonyl, 1-piperidinocarbonyl, 4-oxo-piperidin-1-ylcarbonyl, 4-(1,3-dioxan)piperidinocarbonyl, piperidin-1-ylmethyl, benzoyl, 1-hydroxybenzyl, 1-hydroxyiminoethyl, 1-methoxyiminoethyl, 1-allyloxyiminoethyl, phenoxyiminoethyl, 1-ethoxyiminoethyl, 1-carboxymethoxyiminoethyl, 1-tert-butyloxyiminoethyl, 1-benzyloxyiminoethyl, 1-(4-nitrobenzyl)oxyiminoethyl, 1-hydroxyiminomethyl, 1-hydroxyprop-2-ynyl, and but-2-enoyl.

63. The compound of any of claims 1 or 2, wherein  $R_{11}$  is selected from hydroxymethyl, acetyl, 1-hydroxy-1-methylethyl, 1-hydroxyethyl, 1-hydroxyiminoethyl, 1-methoxyiminoethyl, 1-allyloxyiminoethyl, 1-phenoxyiminoethyl, 1-ethoxyiminoethyl, 1-tert-butoxyiminoethyl, 1-benzyloxyiminoethyl, hydroxyiminomethyl, methoxymethyl, methoxymethoxymethyl, 1-hydroxy-2,2,2-trifluoroethyl, cyclohexylcarbonyl, prop-2-ynylaminomethyl, 2,2,2-trifluoroethylaminomethyl, 2-hydroxymethoxymethyl, 2-cyanovinyl, 1-methoxy-2,2,2-trifluoroethyl, 4-oxopiperidinocarbonyl, 2,2,2-trifluoroethylcarbamoyl, pyrrolidinocarbonyl and piperidinocarbonyl.

64. The compound of any of claims 1 or 2, wherein  $R_{12}$  is selected from hydrogen, F, Cl, Br, CN, an optionally substituted  $C_1$ - $C_4$  alkyl, an optionally substituted  $C_1$ - $C_4$  haloalkyl, an optionally substituted  $C_1$ - $C_4$  heteroalkyl,  $-OR_{16}$ , and an optionally substituted aryl.

65. The compound of claim 64, wherein  $R_{12}$  is selected from hydrogen, and an optionally substituted  $C_1$ - $C_4$  alkyl.

66. The compound of claim 64 or 65, wherein  $R_{12}$  is hydrogen.

67. The compound of any of claims 60-61, wherein  $R_{12}$  is  $C_1$ - $C_4$  alkyl.

68. The compound of any of claims 1 or 2, wherein  $R_{13}$  is selected from hydrogen, F, Cl, Br, CN,  $CONR_{14}R_{15}$ , an optionally substituted  $C_1$ - $C_4$  alkyl, an optionally substituted  $C_1$ - $C_4$  haloalkyl, and an optionally substituted  $C_1$ - $C_4$  heteroalkyl.

69. The compound of claim 68, wherein  $R_{13}$  is selected from hydrogen, optionally substituted  $C_1$ - $C_4$  alkyl and optionally substituted  $CONR_{14}R_{15}$ .



70. The compound of any of claims 1, 2, 68 or 69, wherein  $R_{14}$  and  $R_{15}$  are each independently hydrogen,  $C_1$ - $C_4$  alkyl or together with the nitrogen atom on which they are substituted form a heterocyclyl or heteroaryl ring that can be optionally substituted with one to three substituents selected from  $C_1$ - $C_4$  alkyl and  
5 halo.

71. The compound of any of claims 68-70, wherein  $R_{13}$  is selected from hydrogen, methyl, N,N-diethylaminocarbonyl, 1-pyrrolidinocarbonyl, 2-methylpyrrolidinocarbonyl, and 1-morpholinocarbonyl.

72. The compound of any of claims 1-2, wherein  $R_{11}$  and  $R_{12}$  together  
10 form an optionally substituted 5-6 member ring and  $R_{13}$  is selected from hydrogen, F, Cl, Br, CN,  $CONR_{14}R_{15}$ , an optionally substituted  $C_1$ - $C_4$  alkyl, an optionally substituted  $C_1$ - $C_4$  haloalkyl, and an optionally substituted  $C_1$ - $C_4$  heteroalkyl.

73. The compound of any of claims 1-2, wherein  $R_{12}$  and  $R_{13}$  together form an optionally substituted 4-6 member ring and  $R_{11}$ , is selected from hydrogen,  
15 F, Cl, Br, CN, an optionally substituted  $C_1$ - $C_4$  alkyl, an optionally substituted  $C_1$ - $C_4$  haloalkyl, an optionally substituted  $C_1$ - $C_4$  heteroalkyl,  $-CONR_{14}R_{15}$ , and an optionally substituted aryl.

74. The compound of any of claims 1-2, wherein  $R_{14}$  and  $R_{15}$  are each independently selected from hydrogen, an optionally substituted  $C_1$ - $C_4$  alkyl, an  
20 optionally substituted  $C_1$ - $C_4$  haloalkyl, and an optionally substituted  $C_1$ - $C_4$  heteroalkyl.

75. The compound of any of claims 1-2, wherein  $R_{14}$  and  $R_{15}$  together form an optionally substituted 4-7 member ring.

76. The compound of any of claims 1-2, wherein,  $R_{16}$  is selected from  
25 hydrogen, an optionally substituted  $C_1$ - $C_4$  alkyl, an optionally substituted  $C_1$ - $C_4$  haloalkyl, an optionally substituted  $C_1$ - $C_4$  heteroalkyl, and an optionally substituted aryl.

77. The compound of any of claims 1-2, wherein  $R_{16}$  is an optionally substituted phenyl.

30 78. The compound of any of claims 1-2, wherein X is selected from O, S, and  $NR_{17}$ .

79. The compound of claim 78, wherein X is O.

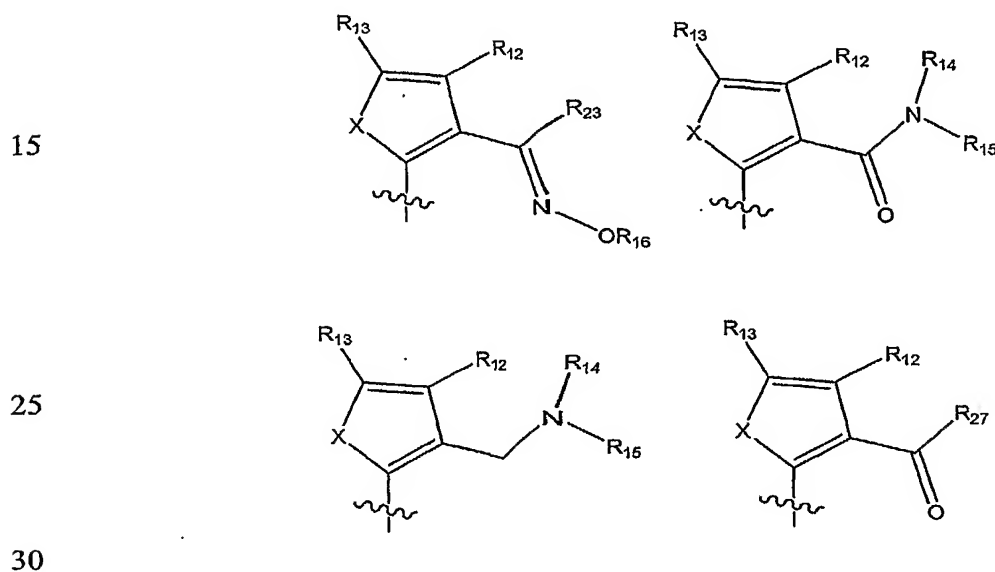
80. The compound of claim 78, wherein X is S.

81. The compound of claim 78, wherein X is NR<sub>17</sub>.

82. The compound of claim 81, wherein R<sub>17</sub> is selected from hydrogen and  
 5 an optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl.

83. The compound of claim 81 or 82, wherein R<sub>17</sub> is hydrogen.

84. The compound of claim 1 or 2, wherein R<sub>1</sub> is



wherein R<sub>23</sub> is selected from hydrogen, optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, optionally substituted C<sub>1</sub>-C<sub>4</sub> alkenyl, optionally substituted C<sub>1</sub>-C<sub>4</sub> alkynyl and optionally substituted aryl; and

R<sub>27</sub> is selected from hydrogen, optionally substituted C<sub>1</sub>-C<sub>4</sub> alkyl, optionally substituted C<sub>1</sub>-C<sub>4</sub> alkenyl, optionally substituted C<sub>1</sub>-C<sub>4</sub> alkynyl, optionally substituted aryl, optionally substituted heteroaryl, optionally substituted cycloalkyl, and optionally substituted heterocyclyl.

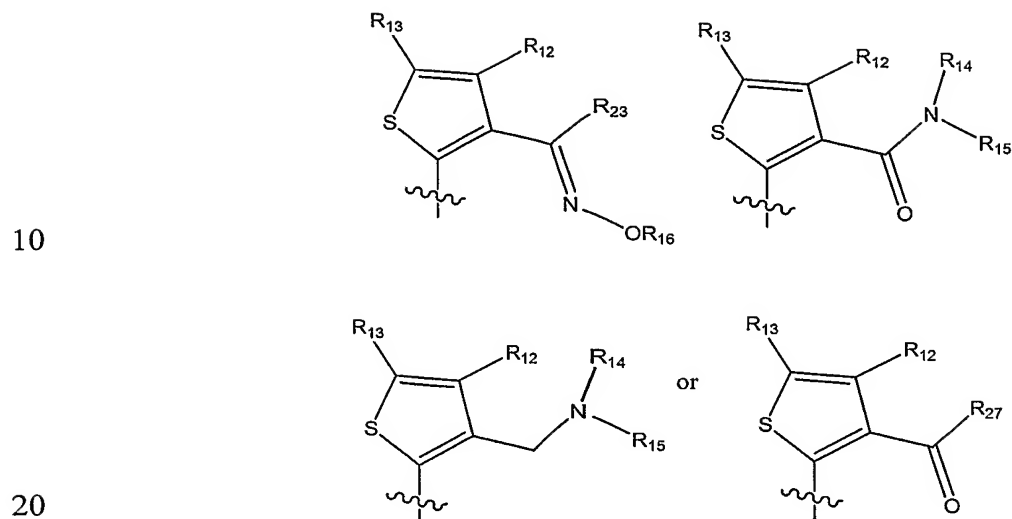
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85. [CANCELLED]

86. The compound of claim 84, wherein R<sub>1</sub> is

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87. The compound of claim 1, wherein R<sub>1</sub> is



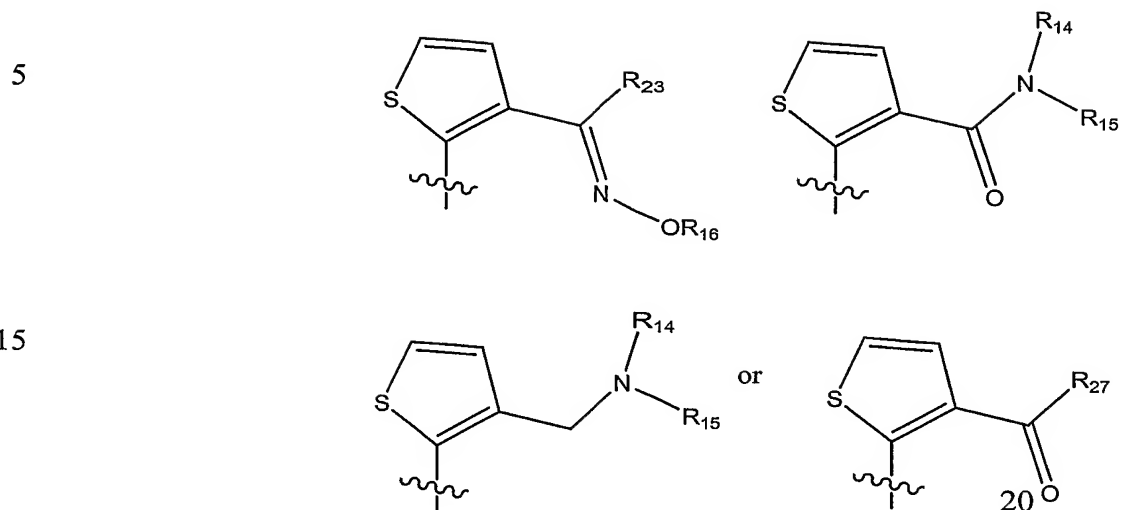
88. The compound of claim 87, wherein R<sub>11</sub> is selected from hydroxyC<sub>1</sub>-C<sub>4</sub>alkyl, hydroxyiminoC<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>1</sub>-C<sub>4</sub>alkoxyiminoC<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>1</sub>-C<sub>4</sub>alkylcarbonyl, C<sub>1</sub>-C<sub>4</sub>alkenyloxyiminoC<sub>1</sub>-C<sub>4</sub>alkyl, aryloxyiminoC<sub>1</sub>-C<sub>4</sub>alkyl, aralkoxyiminoC<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>1</sub>-C<sub>4</sub>alkoxyC<sub>1</sub>-C<sub>4</sub>alkyl, C<sub>1</sub>-C<sub>4</sub>alkoxyalkoxyC<sub>1</sub>-C<sub>4</sub>alkyl, hydroxyhaloC<sub>1</sub>-C<sub>4</sub>alkyl, cycloalkylcarbonyl, C<sub>2</sub>-C<sub>4</sub>alkynylaminoC<sub>1</sub>-C<sub>4</sub>alkyl, haloC<sub>1</sub>-C<sub>4</sub>alkylaminoC<sub>1</sub>-C<sub>4</sub>alkyl, hydroxyalkoxyC<sub>1</sub>-C<sub>4</sub>alkyl, cyanoC<sub>2</sub>-C<sub>4</sub>alkenyl, alkoxyhaloC<sub>1</sub>-C<sub>4</sub>alkyl, heterocyclylcarbonyl and haloalkylcarbonyl.

89. The compound of claim 84, wherein R<sub>1</sub> is

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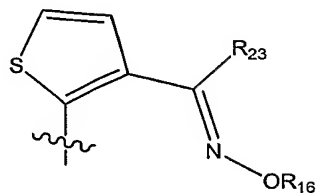
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90. The compound of claim 76, wherein R<sub>1</sub> is

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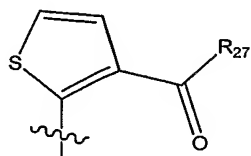
91. The compound of claim 90, wherein R<sub>16</sub> is hydrogen, methyl, allyl, tert-butyl, and benzyl.

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92. The compound of claim 90 or 91, wherein R<sub>23</sub> is hydrogen or methyl.

93. The compound of claim 89, wherein R<sub>1</sub> is

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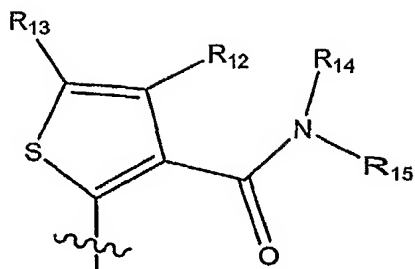


94. The compound of claim 93, wherein R<sub>27</sub> is methyl, cyclohexyl, 4-oxo-piperidinyl, pyrrolidinyl, or piperidinyl.

95. The compound of claim 89, wherein R<sub>1</sub> is

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96. The compound of claim 1 or 95, wherein  $R_{14}$  and  $R_{15}$  are each independently hydrogen, alkyl, haloalkyl or aryl, or  $R_{14}$  and  $R_{15}$  together with the nitrogen atom on which they are substituted form an optionally substituted heterocyclyl or optionally substituted heteroaryl ring.

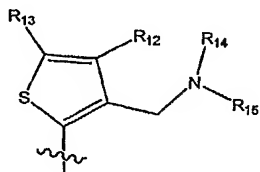
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97. The compound of claim 96, wherein  $R_{14}$  and  $R_{15}$  are each independently hydrogen, methyl, trifluoroethyl, or  $R_{14}$  and  $R_{15}$  together with the nitrogen atom on which they are substituted form a pyrrolidinyl, 4-oxopiperidinyl or piperidinyl ring.

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98. The compound of claim 89, wherein  $R_1$  is

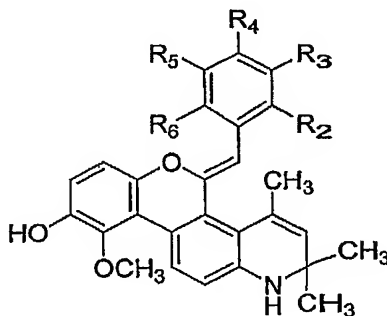
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99. The compound of claim 1, wherein the compound has Formula V

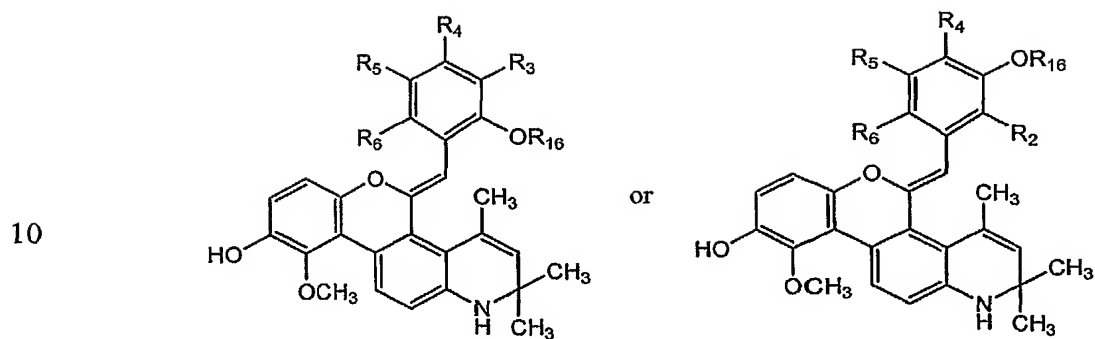
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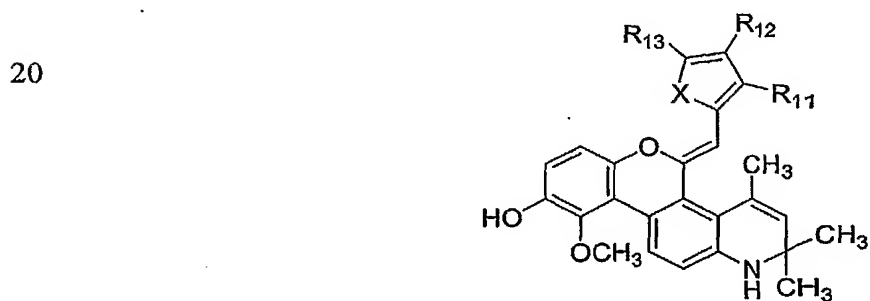
100. The compound of claim 1, wherein the compound has Formula VI or

VII

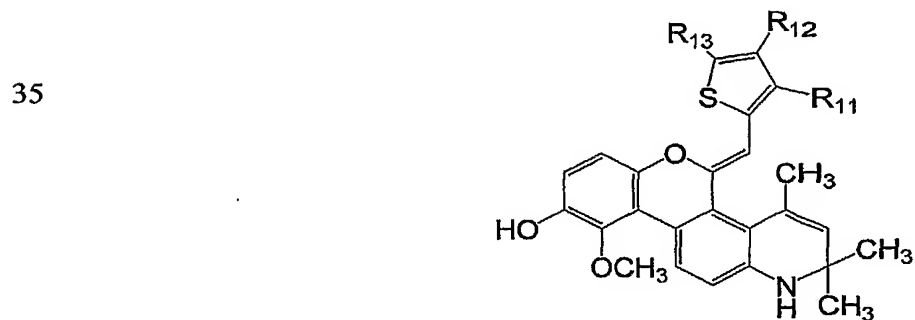
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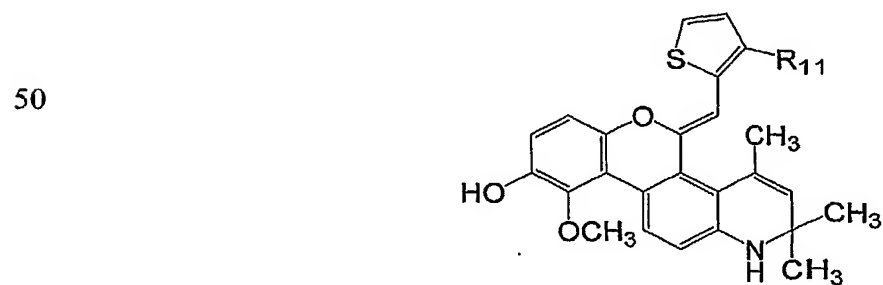
101. The compound of claim 1, wherein the compound has Formula VIII



102. The compound of claim 1, wherein the compound has Formula IX

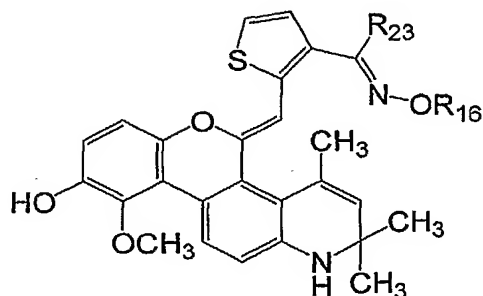


103. The compound of claim 1, wherein the compound has Formula X



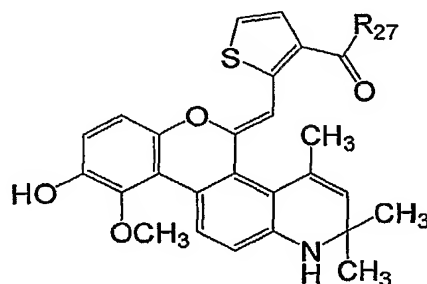
104. The compound of claim 1, wherein the compound has Formula XI

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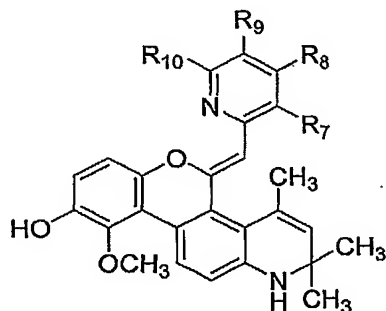
105. The compound of claim 1, wherein the compound has Formula XII

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106. The compound of claim 1, wherein the compound has Formula XIII

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107. The compound of claim 1 selected from (Z)-5-(3'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 11);

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(Z)-5-(2'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 12);

(Z)-5-(3'-chlorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 13);

(Z)-5-(2',5'-dichlorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 14);

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(Z)-5-(3'-methoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 15);

(Z)-5-(2'-chlorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 16);

5 (Z)-5-(4'-chlorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 17);

(Z)-5-(3'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 18);

10 (Z)-5-(4'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 19);

(Z)-5-(4'-methoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 20);

(Z)-5-(2'-bromobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 21);

15 (Z)-5-(3'-trifluoromethoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 22);

(Z)-5-(3',5'-dichlorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 23);

20 (Z)-5-(3'-bromobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 24);

(Z)-5-(2'-chloro-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 25);

(Z)-5-(4'-trifluoromethoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 26);

25 (Z)-5-(3'-trifluoromethylthiobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 27);

(Z)-5-(2'-fluoro-3'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 28);

30 (Z)-5-(2'-fluoro-3'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 29);



(Z)-5-(3',4'-dichlorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 30);

(Z)-5-(4'-chloro-3'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 31);

5 (Z)-5-(3',5'-di(trifluoromethyl)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 32);

(Z)-5-(3'-fluoro-5'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 33);

10 (Z)-5-(2',4',5'-trifluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 34);

(Z)-5-(2'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 35);

(Z)-5-(4'-ethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 38);

15 (Z)-5-(5'-fluoro-2'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 37);

(Z)-5-(2'-chloro-6'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 36);

20 (Z)-5-(4'-isopropylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 39);

(Z)-5-(4'-bromobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 40);

(Z)-5-(3'-fluoro-4'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 41);

25 (Z)-5-(2'-(6'-methyl-pyridinyl)methylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 42);

(Z)-5-(2'-methyl-3'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 43);

30 (Z)-5-(4'-benzyloxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 44);

(Z)-5-(2'-phenylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 46);

(Z)-5-(4'-phenylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 47);

5 (Z)-5-(3'-methyl-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 48);

(Z)-5-(4'-cyclohexylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 49);

10 (Z)-5-(2'-chloro-3'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 51);

(Z)-5-(3'-phenylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 52);

(Z)-5-(3'-chloro-4'-trifluoromethoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 54);

15 (Z)-5-(2',6'-difluoro-3'-chlorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 55);

(Z)-5-(2'-chloro-3',6'-difluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 56);

20 (Z)-5-(4'-methyl-3'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 58);

(Z)-5-(2'-fluoro-4'-chlorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 59);

(Z)-5-(2',3'-difluoro-4'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 60);

25 (Z)-5-(2',3',5',6'-tetrafluoro-4'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 61);

30 (Z)-5-(2'-(3'-(dimethylaminocarbonyl)furan-2-ylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 62);

(Z)-5-(4'-vinylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 63);

(Z)-5-(2'-Chloro-6'-fluoro-5'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 64);

5 (Z)-5-(2'-trifluoromethoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 65);

(Z)-5-(2'-trifluoromethylthiobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 66);

10 (Z)-5-(3',4'-methylenedioxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 67);

(Z)-5-(3'-chloro-2'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 68);

(Z)-5-(4'-(4''-methylbenzyloxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 70);

15 (Z)-5-(3',5'-di-tert-butylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 71);

(Z)-5-(3'-(2'',2''-difluoroethoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 72);

20 (Z)-5-(2',5'-dimethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 73);

(Z)-5-(3'-(3''-thienyl)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 74);

(Z)-5-(2'-diethylaminocarbonylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 75);

25 (Z)-5-(3'-(4'',4'',4''-trifluorobutoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 76);

(Z)-5-(3'-(2'',4''-difluorophenyl)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 77);

30 (Z)-5-(3'-(3''-pyridyl)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 78);

(Z)-5-(2'-(3''-benzenecarbaldehyde)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 79);

(Z)-5-(3',5'-dimethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 80);

5 (Z)-5-(3',4'-dimethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 81);

(Z)-5-(2'-(diethylamino)carbonyl-6'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 82);

10 (Z)-5-(2'-(diethylamino)carbonyl-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 83);

(Z)-5-(2'-(methylbenzylamino)carbonyl-6'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 15 84);

(Z)-5-(2'-(dimethylamino)carbonyl-5'-bromo-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 85);

20 (Z)-5-(3'-(2''-fluoroethoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 86);

(Z)-5-(3'-(2'',2'',3'',3''-tetrafluoropropoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 87);

25 (Z)-5-(3'-(4''-fluorobenzoyloxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 88);

(Z)-5-(3'-(2''-fluorobenzoyloxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 89);

(Z)-5-(2'-(pyrrolidinecarbonyl)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 90);

(Z)-5-(2'-(pyrrolidinecarbonyl)-5'-bromobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 91);

5 (Z)-5-(2'-(dimethylaminocarbonyl)-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 92);

(Z)-5-(2'-(pyrrolidinecarbonyl)-5'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 93);

10 (Z)-5-(2'-(pyrrolidinecarbonyl)-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 94);

(Z)-5-(3'-(4''-fluorophenoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 95);

15 (Z)-5-(2'-(morpholinecarbonyl)-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 96);

20 (Z)-5-(8'-(6'-fluoro-benzo-1',3'-dioxan-methylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 97);

(Z)-5-(2'-dimethylaminocarbonyl-3'-methoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 98);

25 (Z)-5-(2'-(4''-methylpiperazinecarbonyl)-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 99);

(Z)-5-(2'-methyl-3'-phenylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 100);

30 (Z)-5-(3',5'-di-methoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 101);

(Z)-5-(2'-(piperidinecarbonyl)-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 102);

5 (Z)-5-(2'-(dimethylaminosulphonyl)-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 103);

(Z)-5-(3'-phenoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 104);

10 (Z)-5-(2'-(ethylmethylamino)carbonyl-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 105);

(Z)-5-(2'-(cyclohexylmethylamino)carbonyl-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 106);

15 (Z)-5-(2'-(cyanobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 107);

(Z)-5-(2',3',5',6'-tetrafluoro-4'-methoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 108);

20 (Z)-5-(3'-hydroxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 109);

(Z)-5-(2'-(piperidinesulphonyl)-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 110);

25 (Z)-5-(1'-naphthylmethylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 111);

(Z)-5-(3'-methyl-4'-methoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2-cyclohexyl-4-methyl-5H-chromeno[3,4-f]quinoline (compound 112);

(Z)-5-(2',5'-dimethoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2-cyclohexyl-4-methyl-5H-chromeno[3,4-f]quinoline (compound 113);

30 (Z)-5-(2',3'-methylenedioxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 114);

(Z)-5-(2',3'-ethylenedioxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 115);

(Z)-5-(4'-hydroxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 116);

5 (Z)-5-(2'-cyano-3'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 117);

(Z)-5-(3'-chloro-2'-cyanobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 118);

10 (Z)-5-(5'-bromo-2'-cyano-benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 119);

(Z)-5-(8'-(6'-chloro-benzo-1',3'-dioxan-methylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 120);

15 (Z)-5-(2'-chloro-3',4'-dimethoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 121);

(Z)-5-(2'-cyano-3'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 122);

20 (Z)-5-(8'-(6'-methyl-benzo-1',3'-dioxan-methylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 123);

(Z)-5-(2'-cyano-5'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 124);

25 (Z)-5-(8'-(5',6'-difluoro-benzo-1',3'-dioxan-methylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 125);

(Z)-5-(3'-(3'',5''-dichlorophenoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 126);

(Z)-5-(3'-(4''-methoxyphenoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 127);

30 (Z)-5-(3'-(3'',4''-dichlorophenoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 128);

(Z)-5-(3'-(4"-methylphenoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 129);

(Z)-5-(3'-(4"-chlorophenoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 130);

5 (Z)-5-(3'-(3"-trifluoromethoxyphenoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 131);

(Z)-5-(2'-(3'-(dimethylaminocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound  
10 132);

(Z)-5-(2'-(3'-(ethylmethylaminocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 134);

(Z)-5-(2'-(3'-(morpholinocarbonyl)thienylmethylidene))-1,2-dihydro-9-  
15 hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 135);

(Z)-5-(2'-(3'-(cyclohexylmethylaminocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 136);

20 (Z)-5-(2'-(3'-(pyrrolidinocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 137);

(Z)-5-(2'-(3'-(di(methoxyethyl)aminocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline  
25 (compound 138);

(Z)-5-(2'-(3'-(allylmethylaminocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 139);

(Z)-5-(2'-(3'-(piperidinocarbonyl)thienylmethylidene))-1,2-dihydro-9-  
30 hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 140);



(Z)-5-(2'-(3'-piperidinecarbonyl-4''-(1,3-dioxan)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 141);

(Z)-5-(2'-(5'-(diethylaminocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno [3,4-f]quinoline (compound 142);

(Z)-5-(2'-(5'-(pyrrolidinocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno [3,4-f]quinoline (compound 143);

10 (Z)-5-(2'-(5'-(2''-methylpyrrolidinocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 144);

(Z)-5-(2'-(5'-(morpholinocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno [3,4-f]quinoline (compound 15 145);

(Z)-5-(2'-(3'-dimethylaminocarbonyl-5'-methylfuranylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 146);

20 (Z)-5-(2'-(3'-cyclohexylmethylaminocarbonyl-5'-methylfuranylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 147);

(Z)-5-(4'-(2''-fluorophenyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 148);

25 (Z)-5-(3'-(2''-Fluorophenyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 149);

(Z)-5-(2'-chloro-3'-methylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 150);

30 (Z)-5-(2'-(5'-Methyl-3'-(piperidinocarbonyl)furanylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 151);

(Z)-5-(2'-(5'-Methyl-3'-(piperidinecarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 152);

5 (Z)-5-(2'-(3'-Diethylcarbamoyl-1',5'-dimethyl-1'H-pyrrolylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 153);

(Z)-5-(3'-Methyl-2'-(pyrrolidinecarbonyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 154);

10 (Z)-5-(3'-Bromo-2'-(pyrrolidinecarbonyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 155);

(Z)-5-(3'-Chloro-2'-(pyrrolidinecarbonyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 156);

15 (Z)-5-(2'-(3'-Hydroxymethylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 157);

(Z)-5-(2'-(Piperidinecarbonyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 158);

20 (Z)-5-(2'-Hydroxymethylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 159);

(Z)-5-(2'-(3'-(Hydroxymethyl)-5'-methylfuranylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 160);

25 (Z)-5-(2'-Fluoro-3'-hydroxymethylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 161);

(Z)-5-(4'-Fluoro-2'-hydroxymethylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 162);

30 (Z)-5-(3'-Bromo-2'-hydroxymethylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 163);

(Z)-5-(5'-Bromo-2'-hydroxymethylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 164);

(Z)-5-(2'-(3'-(Piperidinylmethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound  
5 165);

(Z)-5-(2'-(3'-(Dimethylaminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 166);

(Z)-5-(2'-(Diethylaminomethyl)-4'-fluorobenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound  
10 167);

(Z)-5-(2'-(3'-Acetylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 168);

(Z)-5-(2'-(3'-(1"-Hydroxy-1"-methylethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound  
15 169);

(Z)-5-(2'-(3'-Benzoylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 170);

(±)-(Z)-5-(2'-(3'-(1"-Hydroxyethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound  
20 171);

(±)-(Z)-5-(2'-(3'-(1"-Hydroxy-1"-phenylmethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 172);

(Z)-5-(4'-Fluoro-2'-acetylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 173);

(Z)-5-(2'-(3'-((E)-1"-Hydroxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 174);

(Z)-5-(2'-(3'-((Z)-1''-Hydroxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 175);

5 (Z)-5-(2'-(3'-((E)-1''-Methoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 176);

(Z)-5-(2'-(3'-((Z)-1''-Methoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 177);

10 (Z)-5-(2'-(3'-((E)-1''-Allyloxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 178);

(Z)-5-(2'-(3'-((Z)-1''-Allyloxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 15 179);

(Z)-5-(2'-(3'-((E)-1''-Phenoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 180);

20 (Z)-5-(2'-(3'-((Z)-1''-Phenoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 181);

(Z)-5-(2'-(3'-((E)-1''-Ethoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 182);

25 (Z)-5-(2'-(3'-((Z)-1''-Ethoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 183);

(Z)-5-(2'-(3'-((E)-(Carboxymethoxy)iminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline 30 (compound 184);

(Z)-5-(2'-(3'-((E)-1"-tert-Butoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 185);

5 (Z)-5-(2'-(3'-((E)-1"-Benzyloxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 186);

(Z)-5-(2'-(3'-((Z)-1"-Benzyloxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 187);

10 (Z)-5-(2'-(3'-((E)-1"-(p-Nitrobenzyloxy)iminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 188);

(Z)-5-(2'-(3'-((Z)-1"-(p-Nitrobenzyloxy)iminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 189);

15 (Z)-5-(2'-(3'-((E)-Hydroxyiminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 190);

(Z)-5-(4'-Fluoro-(E)-2'-(hydroxyiminomethyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 191);

(Z)-5-(2'-(Hydroxyiminomethyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 192);

25 (Z)-5-(2'-(3'-Methoxymethylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 193);

(Z)-5-(2'-(3'-(Methoxymethoxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 194);

30 (Z)-5-(2'-(3'-Prop-2"-enyloxymethylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 195);

(Z)-5-(2'-(3'-(Prop-2"-ynloxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 196);

5 (Z)-5-(4'-Fluoro-2'-(methoxymethoxymethyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 197);

(Z)-5-(2'-(Methoxymethoxymethyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 198);

10 (±)-(Z)-5-(2'-(3'-(1"-Hydroxybut-3"-enyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 199);

(+)-(Z)-5-(2'-(3'-(1"-Hydroxybut-3"-enyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 200);

15 (-)-(Z)-5-(2'-(3'-(1"-Hydroxybut-3"-enyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 201);

20 (±)-(Z)-5-(2'-(3'-(1"-Hydroxy-2",2",2"-trifluoroethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 202);

(+)-(Z)-5-(2'-(3'-(1"-Hydroxy-2",2",2"-trifluoroethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 203);

25 (-)-(Z)-5-(2'-(3'-(1"-Hydroxy-2",2",2"-trifluoroethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 204);

(±)-(Z)-5-(2'-(3'-(1"-Hydroxyprop-2"-ynyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 205);

(±)-(Z)-5-(4'-fluoro-2'-(2'',2'',2''-Trifluoro-1''-hydroxyethyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 206);

5 (±)-(Z)-5-(2'-(3'-(Hydroxythien-3''-ylmethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 207);

(±)-(Z)-5-(2'-(3'-((4''-Fluorophenyl)hydroxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 208);

10 (±)-(Z)-5-(2'-(3'-(1''-Hydroxyallyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 209);

15 (±)-(Z)-5-(2'-(3'-(Cyclohexylhydroxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 210);

(±)-(Z)-5-(2'-(3'-(1''-Hydroxy-2''-phenylethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 211);

20 (±)-(Z)-5-(2'-(3'-(Hydroxythien-2''-ylmethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 212);

(Z)-5-(2'-(3'-(Acryloylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 213);

25 (Z)-5-(2'-(3'-(4''-Fluorobenzoyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 214);

(Z)-5-(2'-(3'-(Thien-3''-ylcarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 215);

(Z)-5-(2'-(3'-(Cyclohexanecarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 216);

5 (Z)-5-(2'-(3'-(But-3"-enoyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 217);

(Z)-5-(2'-(3'-(Aminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 218);

10 (Z)-5-(2'-(3'-(Phenylaminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 219);

(Z)-5-(2'-(3'-(Prop-2"-ynylaminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 220);

15 (Z)-5-(2'-(3'-(2",2",2"-Trifluoroethylamino)methyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 221);

(Z)-5-(2'-(3'-(Cyclopropylaminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 222);

20 (Z)-5-(2'-(3'-(1"-Butylaminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 223);

25 (Z)-5-(2'-(3'-(2"-Hydroxyethoxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 224);

(Z)-5-(2'-(3'-(Isopropenyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 225);

(Z)-5-(2'-(3'-(Formyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 226);



(Z)-5-(2'-(3'-(Methoxyethoxymethoxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 227);

5 (Z)-5-(2'-(3'-(Trifluoroacetyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 228);

(Z)-5-(2'-(3'-(2'',2'',2''-Trifluoro-1''-hydroxy-1''-(trifluoromethyl)ethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 229);

10 (Z)-5-(4'-Fluoro-2'-formylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 230);

(Z)-5-(2'-(3'-Cyanothienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 231);

(Z)-5-(2'-(3'-Carbamoylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 232);

15 (Z)-5-(4'-Fluoro-2'-vinylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 233);

(Z)-5-(4'-Fluoro-2'-(acetoxymethyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 234);

20 (Z)-5-(2'-Formylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 235);

(Z)-5-(2'-Vinylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 236);

25 (Z)-5-(2'-(3'-(But-2''-ynloxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 237);

(Z)-5-(2'-(3'-(2''-(E)-Cyanovinyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 238);

30 (Z)-5-(2'-(3'-(Ethoxycarbonylmethoxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 239);

(Z)-5-(2'-(3'-(Carboxymethoxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 240);

5 (Z)-5-(2'-(3'-Vinylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 241);

(±)-(Z)-5-(2'-(3'-(1"-Methoxy-2",2",2"-trifluoroethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 242);

10 (Z)-5-(2'-(3'-(2",2",2"-Trifluoro-1"-methoxy-1"-(trifluoromethyl)ethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 243);

(Z)-5-(4'-Hydroxymethylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 244);

15 (Z)-5-(2'-(3'-(1"-Hydroxy-1"-(thien-3"-yl)ethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 245);

(Z)-5-(2'-(3'-(2"-Methoxycarbonylvinyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 246);

20 (Z)-5-(2'-(3'-Hydroxymethylpyridinylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 247);

(Z)-5-(2'-(3'-(Hydroxyethylcarbamoyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 248);

25 (Z)-5-(2'-(3'-Ethylcarbamoylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 249);

(Z)-5-(2'-(3'-((R)-2"-(Carbomethoxy)pyrrolidinecarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 250);

(Z)-5-(2'-(3'-(Piperazinecarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 251);

5 (Z)-5-(2'-(3'-(4"-Oxo-piperidinecarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 252);

(Z)-5-(2'-(3'-(2",2",2"-Trifluoroethylcarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 253);

10 (Z)-5-(2'-(3'-(4"-Hydroxypiperidinecarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 254);

(Z)-5-(2'-(3'-(4"-Methylpiperazinecarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline  
15 (compound 256);

(±)-(Z)-5-(2'-(3'-(1"-Hydroxy-4",4",4"-trifluorobut-2"-ynyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 257);

(Z)-5-(2'-(3'-(3"-Hydroxy-3"-phenylpropanoyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline  
20 (compound 258);

(Z)-5-(2'-(3'-(3"-Hydroxybutanoyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 259); and

25 (Z)-5-(2'-(3'-(But-2"-enoyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 260).

108. The compound of claim 1, selected from (Z)-5-(3'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 11);

30 (Z)-5-(2'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 12);

(Z)-5-(3'-chlorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 13);

(Z)-5-(2',5'-dichlorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 14);

5 (Z)-5-(3'-methoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 15);

(Z)-5-(2'-chlorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 16);

10 (Z)-5-(4'-chlorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 17);

(Z)-5-(3'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 18);

(Z)-5-(4'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 19);

15 (Z)-5-(4'-methoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 20);

(Z)-5-(2'-bromobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 21);

20 (Z)-5-(3'-trifluoromethoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 22);

(Z)-5-(3',5'-dichlorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 23);

(Z)-5-(3'-bromobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 24);

25 (Z)-5-(2'-chloro-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 25);

(Z)-5-(4'-trifluoromethoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 26);

30 (Z)-5-(3'-trifluoromethylthiobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 27);

(Z)-5-(2'-fluoro-3'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 28);

(Z)-5-(2'-fluoro-3'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 29);

5 (Z)-5-(3',4'-dichlorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 30);

(Z)-5-(4'-chloro-3'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 31);

10 (Z)-5-(3',5'-di(trifluoromethyl)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 32);

(Z)-5-(3'-fluoro-5'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 33);

(Z)-5-(2',4',5'-trifluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 34);

15 (Z)-5-(2'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 35);

(Z)-5-(4'-ethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 38);

20 (Z)-5-(5'-fluoro-2'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 37);

(Z)-5-(2'-chloro-6'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 36);

(Z)-5-(4'-isopropylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 39);

25 (Z)-5-(4'-bromobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 40);

(Z)-5-(3'-fluoro-4'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 41);

30 (Z)-5-(2'-methyl-3'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 43);

(Z)-5-(4'-benzyloxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 44);

(Z)-5-(2'-phenylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 46);

5 (Z)-5-(4'-phenylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 47);

(Z)-5-(3'-methyl-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy--10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 48);

10 (Z)-5-(4'-cyclohexylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 49);

(Z)-5-(2'-chloro-3'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 51);

(Z)-5-(3'-phenylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 52);

15 (Z)-5-(3'-chloro-4'-trifluoromethoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 54);

(Z)-5-(2',6'-difluoro-3'-chlorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 55);

20 (Z)-5-(2'-chloro-3',6'-difluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 56);

(Z)-5-(4'-methyl-3'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 58);

(Z)-5-(2'-fluoro-4'-chlorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 59);

25 (Z)-5-(2',3'-difluoro-4'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 60);

(Z)-5-(2',3',5',6'-tetrafluoro-4'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 61);

30 (Z)-5-(4'-vinylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 63);

- (Z)-5-(2'-Chloro-6'-fluoro-5'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 64);
- (Z)-5-(2'-trifluoromethoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 65);
- 5 (Z)-5-(2'-trifluoromethylthiobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 66);
- (Z)-5-(3',4'-methylenedioxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 67);
- (Z)-5-(3'-chloro-2'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-10
- 2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 68);
- (Z)-5-(4'-(4"-methylbenzyloxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 70);
- (Z)-5-(3',5'-di-tert-butylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 71);
- 15 (Z)-5-(3'-(2",2"-difluoroethoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 72);
- (Z)-5-(2',5'-dimethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 73);
- (Z)-5-(3'-(3"-thienyl)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-20
- 2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 74);
- (Z)-5-(2'-diethylaminocarbonylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 75);
- (Z)-5-(3'-(4",4",4"-trifluorobutoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 76);
- 25 (Z)-5-(3'-(2",4"-difluorophenyl)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 77);
- (Z)-5-(3'-(3"-pyridyl)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 78);
- (Z)-5-(2'-(3"-benzenecarbaldehyde)benzylidene)-1,2-dihydro-9-hydroxy-10-
- 30 methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 79);

(Z)-5-(3',5'-dimethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 80);

(Z)-5-(3',4'-dimethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 81);

5 (Z)-5-(2'-(diethylamino)carbonyl-6'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 82);

(Z)-5-(2'-(diethylamino)carbonyl-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound  
10 83);

(Z)-5-(2'-(methylbenzylamino)carbonyl-6'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 84);

(Z)-5-(2'-(dimethylamino)carbonyl-5'-bromo-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline  
15 (compound 85);

(Z)-5-(3'-(2"-fluoroethoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 86);

(Z)-5-(3'-(2",2",3",3"-tetrafluoropropoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound  
20 87);

(Z)-5-(3'-(4"-fluorobenzyloxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 88);

(Z)-5-(3'-(2"-fluorobenzyloxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 89);  
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(Z)-5-(2'-(pyrrolidinecarbonyl)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 90);

(Z)-5-(2'-(pyrrolidinecarbonyl)-5'-bromobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound  
30 91);



(Z)-5-(2'-(dimethylaminocarbonyl)-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 92);

5 (Z)-5-(2'-(pyrrolidinecarbonyl)-5'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 93);

(Z)-5-(2'-(pyrrolidinecarbonyl)-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 94);

10 (Z)-5-(3'-(4"-fluorophenoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 95);

(Z)-5-(2'-(morpholinecarbonyl)-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 96);

15 (Z)-5-(8'-(6'-fluoro-benzo-1',3'-dioxan-methylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 97);

(Z)-5-(2'-dimethylaminocarbonyl-3'-methoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 98);

20 (Z)-5-(2'-(4"-methylpiperazinecarbonyl)-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 99);

(Z)-5-(2'-methyl-3'-phenylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 100);

25 (Z)-5-(3',5'-di-methoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 101);

(Z)-5-(2'-(piperidinecarbonyl)-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 102);

30

(Z)-5-(2'-dimethylaminosulphonyl-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 103);

5 (Z)-5-(3'-phenoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 104);

(Z)-5-(2'-(ethylmethylamino)carbonyl-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 105);

10 (Z)-5-(2'-(cyclohexylmethylamino)carbonyl-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 106);

(Z)-5-(2'-cyanobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 107);

15 (Z)-5-(2',3',5',6'-tetrafluoro-4'-methoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 108);

(Z)-5-(3'-hydroxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 109);

20 (Z)-5-(2'-(piperidinesulphonyl)-4'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 110);

(Z)-5-(1'-naphthylmethylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 111);

(Z)-5-(3'-methyl-4'-methoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2-cyclohexyl-4-methyl-5H-chromeno[3,4-f]quinoline (compound 112);

25 (Z)-5-(2',5'-dimethoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2-cyclohexyl-4-methyl-5H-chromeno[3,4-f]quinoline (compound 113);

(Z)-5-(2',3'-methylenedioxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 114);

30 (Z)-5-(2',3'-ethylenedioxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 115);

(Z)-5-(4'-hydroxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 116);

(Z)-5-(2'-cyano-3'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 117);

5 (Z)-5-(3'-chloro-2'-cyanobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 118);

(Z)-5-(5'-bromo-2'-cyano-benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 119);

10 (Z)-5-(8'-(6'-chloro-benzo-1',3'-dioxan-methylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 120);

(Z)-5-(2'-chloro-3',4'-dimethoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 121);

15 (Z)-5-(2'-cyano-3'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 122);

(Z)-5-(8'-(6'-methyl-benzo-1',3'-dioxan-methylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 123);

20 (Z)-5-(2'-cyano-5'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 124);

(Z)-5-(8'-(5',6'-difluoro-benzo-1',3'-dioxan-methylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 125);

25 (Z)-5-(3'-(3",5"-dichlorophenoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 126);

(Z)-5-(3'-(4"-methoxyphenoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 127);

(Z)-5-(3'-(3",4"-dichlorophenoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 128);

30 (Z)-5-(3'-(4"-methylphenoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 129);

(Z)-5-(3'-(4"-chlorophenoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 130); and

(Z)-5-(3'-(3"-trifluoromethoxyphenoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 131).

109. The compound of claim 1 selected from:

(Z)-5-(2'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 12);

(Z)-5-(3'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 18);

(Z)-5-(2'-bromobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 21);

(Z)-5-(3'-trifluoromethylthiobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 27);

(Z)-5-(2'-fluoro-3'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 28);

(Z)-5-(2'-fluoro-3'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 29);

(Z)-5-(2',4',5'-trifluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 34);

(Z)-5-(2'-trifluoromethoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 65);

(Z)-5-(3'-(4"-fluorophenoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 95);

(Z)-5-(8'-(6'-fluoro-benzo-1',3'-dioxan-methylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 97);

(Z)-5-(3'-phenoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 104);

(Z)-5-(2'-cyanobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 107);

(Z)-5-(3'-hydroxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 109);

(Z)-5-(2',3'-methylenedioxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 114);

5 (Z)-5-(2'-cyano-3'-methylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 117);

(Z)-5-(3'-chloro-2'-cyanobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 118);

10 (Z)-5-(8'-(6'-chloro-benzo-1',3'-dioxan-methylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 120); and

(Z)-5-(2'-cyano-3'-fluorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 122).

110. The compound of claim 1, selected from (Z)-5-(2',5'-dichlorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 14);

(Z)-5-(4'-chlorobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 17);

20 (Z)-5-(2'-bromobenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 21);

(Z)-5-(3'-fluoro-5'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 33);

(Z)-5-(3'-chloro-4'-trifluoromethoxybenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 54);

25 (Z)-5-(4'-methyl-3'-trifluoromethylbenzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 58);

(Z)-5-(3'-(3'',5''-dichlorophenoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 126); and

30 (Z)-5-(3'-(3'',4''-dichlorophenoxy)benzylidene)-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 128).

111. The compound of claim 1, selected from (Z)-5-(4'-(2''-fluorophenyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 148);

5 (Z)-5-(3'-(2''-Fluorophenyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 149);

(Z)-5-(2'-chloro-3'-methylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 150);

10 (Z)-5-(3'-Methyl-2'-(pyrrolidinecarbonyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 154);

(Z)-5-(3'-Bromo-2'-(pyrrolidinecarbonyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 155);

15 (Z)-5-(3'-Chloro-2'-(pyrrolidinecarbonyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 156);

(Z)-5-(2'-(Piperidinecarbonyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 158);

20 (Z)-5-(2'-Hydroxymethylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 159);

(Z)-5-(2'-Fluoro-3'-hydroxymethylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 161);

(Z)-5-(4'-Fluoro-2'-hydroxymethylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 162);

25 (Z)-5-(3'-Bromo-2'-hydroxymethylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 163);

(Z)-5-(5'-Bromo-2'-hydroxymethylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 164);

30 (Z)-5-(2'-(Diethylaminomethyl)-4'-fluorobenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 167);

(Z)-5-(4'-Fluoro-2'-acetylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 173);

(Z)-5-(4'-Fluoro-(E)-2'-(hydroxyiminomethyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound  
5 191);

(Z)-5-(2'-(Hydroxyiminomethyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 192);

(Z)-5-(4'-Fluoro-2'-(methoxymethoxymethyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound  
10 197);

(Z)-5-(2'-(Methoxymethoxymethyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 198);

(±)-(Z)-5-(4'-fluoro-2'-(2'',2'',2''-Trifluoro-1''-hydroxyethyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline  
15 (compound 206);

(±)-(Z)-5-(2'-(3'-(Hydroxythien-3''-ylmethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 207);

(±)-(Z)-5-(2'-(3'-((4''-Fluorophenyl)hydroxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline  
20 (compound 208);

(±)-(Z)-5-(2'-(3'-(1''-Hydroxyallyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 209);

(±)-(Z)-5-(2'-(3'-(Cyclohexylhydroxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 210);

(±)-(Z)-5-(2'-(3'-(1''-Hydroxy-2''-phenylethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline  
30 (compound 211);

(±)-(Z)-5-(2'-(3'-(Hydroxythien-2"-ylmethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 212);

5 (Z)-5-(2'-(3'-(Acryloylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 213);

(Z)-5-(2'-(3'-(4"-Fluorobenzoyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 214);

10 (Z)-5-(2'-(3'-(Thien-3"-ylcarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 215);

(Z)-5-(2'-(3'-(Cyclohexanecarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 216);

15 (Z)-5-(2'-(3'-(But-3"-enoyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 217);

(Z)-5-(2'-(3'-(Aminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 218);

20 (Z)-5-(2'-(3'-(Phenylaminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 219);

(Z)-5-(2'-(3'-(Prop-2"-ynylaminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 220);

25 (Z)-5-(2'-(3'-(2",2",2"-Trifluoroethylamino)methyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 221);

30 (Z)-5-(2'-(3'-(Cyclopropylaminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 222);



(Z)-5-(2'-(3'-(1"-Butylaminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 223);

5 (Z)-5-(2'-(3'-(2"-Hydroxyethoxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 224);

(Z)-5-(2'-(3'-(Isopropenylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 225);

10 (Z)-5-(2'-(3'-(Formylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 226);

(Z)-5-(2'-(3'-(Methoxyethoxymethoxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 227);

15 (Z)-5-(2'-(3'-(Trifluoroacetyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 228);

(Z)-5-(2'-(3'-(2",2",2"-Trifluoro-1"-hydroxy-1"-(trifluoromethyl)ethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 229);

20 (Z)-5-(4'-Fluoro-2'-formylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 230);

(Z)-5-(4'-Fluoro-2'-vinylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 233);

(Z)-5-(4'-Fluoro-2'-(acetoxymethyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 234);

25 (Z)-5-(2'-Formylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 235); and

(Z)-5-(2'-Vinylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 236).

112. The compound of claim 1, selected from (Z)-5-(2'-Hydroxymethylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 159);

30

(Z)-5-(2'-Fluoro-3'-hydroxymethylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 161);

(Z)-5-(2'-(Methoxymethoxymethyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 198);

5       (±)-(Z)-5-(2'-(2'',2'',2''-Trifluoro-1''-hydroxyethyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 206); and

(Z)-5-(4'-Fluoro-2'-vinylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 233).

10       113. The compound of claim 1, selected from (Z)-5-(2'-chloro-3'-methylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 150);

(Z)-5-(3'-Chloro-2'-(pyrrolidinecarbonyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound  
15   156);

(Z)-5-(5'-Bromo-2'-hydroxymethylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 164); and

(Z)-5-(4'-Fluoro-2'-(methoxymethoxymethyl)benzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound  
20   197).

114. The compound of claim 1, selected from (Z)-5-(2'-(6'-methylpyridinylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 42);

(Z)-5-(2'-(3'-(dimethylaminocarbonyl)furanylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound  
25   62);

(Z)-5-(2'-(3'-(dimethylaminocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound  
132);

(Z)-5-(2'-(3'-(ethylmethylaminocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 134);

5 (Z)-5-(2'-(3'-(morpholinocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 135);

(Z)-5-(2'-(3'-(cyclohexylmethylaminocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 136);

10 (Z)-5-(2'-(3'-(pyrrolidinocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 137);

(Z)-5-(2'-(3'-(di(methoxyethyl)aminocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 138);

15 (Z)-5-(2'-(3'-(allylmethylaminocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 139);

20 (Z)-5-(2'-(3'-(piperidinocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 140);

(Z)-5-(2'-(3'-(piperidinecarbonyl-4''-(1,3-dioxan)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 141);

25 (Z)-5-(2'-(5'-(diethylaminocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 142);

30 (Z)-5-(2'-(5'-(pyrrolidinocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 143);

(Z)-5-(2'-(5'-(2''-methylpyrrolidinocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 144);

5 (Z)-5-(2'-(5'-(morpholinocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 145);

(Z)-5-(2'-(3'-dimethylaminocarbonyl-5'-methylfuranylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 146); and

10 (Z)-5-(2'-(3'-cyclohexylmethylaminocarbonyl-5'-methylfuranylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 147).

115. The compound of claim 1, selected from (Z)-5-(2'-(5'-Methyl-3'-(piperidinocarbonyl)furanylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-  
15 2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 151);

(Z)-5-(2'-(5'-Methyl-3'-(piperidinecarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 152);

20 (Z)-5-(2'-(3'-Diethylcarbamoyl-1',5'-dimethyl-1'H-pyrrolylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 153);

(Z)-5-(2'-(3'-Hydroxymethylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 157);

25 (Z)-5-(2'-(3'-(Hydroxymethyl)-5'-methylfuranylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 160);

(Z)-5-(2'-(3'-(Piperidinylmethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 165);

(Z)-5-(2'-(3'-(Dimethylaminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 166);

5 (Z)-5-(2'-(3'-Acetylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 168);

(Z)-5-(2'-(3'-(1"-Hydroxy-1"-methylethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 169);

10 (Z)-5-(2'-(3'-Benzoylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 170);

(±)-(Z)-5-(2'-(3'-(1"-Hydroxyethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 171);

15 (±)-(Z)-5-(2'-(3'-(1"-Hydroxy-1"-phenylmethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 172);

(Z)-5-(2'-(3'-((E)-1"-Hydroxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 174);

20 (Z)-5-(2'-(3'-((Z)-1"-Hydroxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 175);

25 (Z)-5-(2'-(3'-((E)-1"-Methoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 176);

(Z)-5-(2'-(3'-((Z)-1"-Methoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 177);

30 (Z)-5-(2'-(3'-((E)-1"-Allyloxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 178);

(Z)-5-(2'-(3'-((Z)-1''-Allyloxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 179);

5 (Z)-5-(2'-(3'-((E)-1''-Phenoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 180);

(Z)-5-(2'-(3'-((Z)-1''-Phenoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 181);

10 (Z)-5-(2'-(3'-((E)-1''-Ethoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 182);

(Z)-5-(2'-(3'-((Z)-1''-Ethoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 15 183);

(Z)-5-(2'-(3'-((E)-(Carboxymethoxy)iminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 184);

20 (Z)-5-(2'-(3'-((E)-1''-tert-Butoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 185);

(Z)-5-(2'-(3'-((E)-1''-Benzyloxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 186);

25 (Z)-5-(2'-(3'-((Z)-1''-Benzyloxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 187);

(Z)-5-(2'-(3'-((E)-1''-(p-Nitrobenzyloxy)iminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 30 188);

(Z)-5-(2'-(3'-((Z)-1''-(p-Nitrobenzyloxy)iminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 189);

(Z)-5-(2'-(3'-((E)-Hydroxyiminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 190);

(Z)-5-(2'-(3'-Methoxymethylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 193);

(Z)-5-(2'-(3'-(Methoxymethoxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 194);

(Z)-5-(2'-(3'-(Prop-2''-enyloxymethylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 195);

(Z)-5-(2'-(3'-(Prop-2''-ynloxymethylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 196);

(±)-(Z)-5-(2'-(3'-(1''-Hydroxybut-3''-enyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 199);

(+)-(Z)-5-(2'-(3'-(1''-Hydroxybut-3''-enyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 200);

(-)-(Z)-5-(2'-(3'-(1''-Hydroxybut-3''-enyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 201);

(±)-(Z)-5-(2'-(3'-(1''-Hydroxy-2'',2''-trifluoroethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 202);

(+)-(Z)-5-(2'-(3'-(1"-Hydroxy-2",2",2"-trifluoroethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 203);

(-)-(Z)-5-(2'-(3'-(1"-Hydroxy-2",2",2"-trifluoroethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 204);

(±)-(Z)-5-(2'-(3'-(1"-Hydroxyprop-2"-ynyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 205);

10 (±)-(Z)-5-(2'-(3'-(Hydroxythien-3"-ylmethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 207);

(±)-(Z)-5-(2'-(3'-(4"-Fluorophenyl)hydroxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline  
15 (compound 208);

(±)-(Z)-5-(2'-(3'-(1"-Hydroxyallyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 209);

(±)-(Z)-5-(2'-(3'-(Cyclohexylhydroxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline  
20 (compound 210);

(±)-(Z)-5-(2'-(3'-(1"-Hydroxy-2"-phenylethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 211);

25 (±)-(Z)-5-(2'-(3'-(Hydroxythien-2"-ylmethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 212);

(Z)-5-(2'-(3'-(Acryloylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 213);



- (Z)-5-(2'-(3'-(4"-Fluorobenzoyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 214);
- 5 (Z)-5-(2'-(3'-(Thien-3"-ylcarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 215);
- (Z)-5-(2'-(3'-(Cyclohexanecarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 216);
- 10 (Z)-5-(2'-(3'-(But-3"-enoyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 217);
- (Z)-5-(2'-(3'-(Aminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 218);
- (Z)-5-(2'-(3'-(Phenylaminomethyl)thienylmethylidene))1,2-dihydro-9-
- 15 hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 219);
- (Z)-5-(2'-(3'-(Prop-2"-ynylaminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 220);
- 20 (Z)-5-(2'-(3'-(2",2",2"-Trifluoroethylamino)methyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 221);
- (Z)-5-(2'-(3'-(Cyclopropylaminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound
- 25 222);
- (Z)-5-(2'-(3'-(1"-Butylaminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 223);
- (Z)-5-(2'-(3'-(2"-Hydroxyethoxymethyl)thienylmethylidene))1,2-dihydro-9-
- 30 hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 224);

(Z)-5-(2'-(3'-Isopropenylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 225);

(Z)-5-(2'-(3'-Formylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 226);

5 (Z)-5-(2'-(3'-(Methoxyethoxymethoxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 227);

(Z)-5-(2'-(3'-(Trifluoroacetyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 228);

10 (Z)-5-(2'-(3'-(2",2",2"-Trifluoro-1"-hydroxy-1"-(trifluoromethyl)ethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 229);

(Z)-5-(2'-(3'-(But-2"-ynloxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound  
15 237);

(Z)-5-(2'-(3'-(2"-(E)-Cyanovinyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound  
238);

(Z)-5-(2'-(3'-(Ethoxycarbonylmethoxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline  
20 (compound 239);

(Z)-5-(2'-(3'-(Carboxymethoxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound  
240);

25 (Z)-5-(2'-(3'-(Vinylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 241);

(±)-(Z)-5-(2'-(3'-(1"-Methoxy-2",2",2"-trifluoroethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 242);

(Z)-5-(2'-(3'-(2'',2'',2''-Trifluoro-1''-methoxy-1''-(trifluoromethyl)ethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 243);

(Z)-5-(4'-Hydroxymethylbenzylidene)1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 244);

(Z)-5-(2'-(3'-(1''-Hydroxy-1''-(thien-3''-yl)ethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 245);

(Z)-5-(2'-(3'-(2''-Methoxycarbonylvinyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 246);

(Z)-5-(2'-(3'-(Hydroxymethylpyridinylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 247);

(Z)-5-(2'-(3'-(Hydroxyethylcarbamoyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 248);

(Z)-5-(2'-(3'-(Ethylcarbamoyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 249);

(Z)-5-(2'-(3'-(R)-2''-(Carbomethoxy)pyrrolidinecarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 250);

(Z)-5-(2'-(3'-(Piperazinecarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 251);

(Z)-5-(2'-(3'-(4''-Oxo-piperidinecarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 252);

(Z)-5-(2'-(3'-(2'',2'',2''-Trifluoroethylcarbamoyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 253);

(Z)-5-(2'-(3'-(4''-Hydroxypiperidinecarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 254);

(Z)-5-(2'-(3'-(4''-Methylpiperazinecarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 256);

(±)-(Z)-5-(2'-(3'-(1''-Hydroxy-4'',4'',4''-trifluorobut-2''-ynyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 257);

(Z)-5-(2'-(3'-(3''-Hydroxy-3''-phenylpropanoyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 258);

(Z)-5-(2'-(3'-(3'''-Hydroxybutanoyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 259); and

(Z)-5-(2'-(3'-(But-2''-enoyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 260).

116. The compound of claim 1, selected from (Z)-5-(2'-(3'-(dimethylaminocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 132);

(Z)-5-(2'-(3'-(pyrrolidinocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 137); and

(Z)-5-(2'-(3'-(piperidinocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 140).

117. The compound of claim 1, selected from (Z)-5-(2'-(6'-methylpyridinylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 42);

(Z)-5-(2'-(3'-(dimethylaminocarbonyl)furanylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 62);

5 (Z)-5-(2'-(3'-(morpholinocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 135);

(Z)-5-(2'-(3'-(cyclohexylmethylaminocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 136);

10 (Z)-5-(2'-(3'-(di(methoxyethyl)aminocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 138);

(Z)-5-(2'-(3'-(allylmethylaminocarbonyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 15 139);

(Z)-5-(2'-(3'-dimethylaminocarbonyl-5'-methylfuranylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 146); and

20 (Z)-5-(2'-(3'-cyclohexylmethylaminocarbonyl-5'-methylfuranylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (compound 147).

118. The compound of claim 1, selected from (Z)-5-(2'-(3'-Hydroxymethylthienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 157);

25 (Z)-5-(2'-(3'-Acetylthienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 168);

(±)-(Z)-5-(2'-(3'-(1"-Hydroxyethyl)thienylmethylidene))-1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 171);

(Z)-5-(2'-(3'-((E)-1''-Hydroxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 174);

5 (Z)-5-(2'-(3'-((Z)-1''-Hydroxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 175);

(Z)-5-(2'-(3'-((E)-1''-Methoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 176);

10 (Z)-5-(2'-(3'-((Z)-1''-Methoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 177);

15 (Z)-5-(2'-(3'-((E)-1''-Allyloxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 178);

(Z)-5-(2'-(3'-((Z)-1''-Allyloxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 179);

20 (Z)-5-(2'-(3'-((E)-1''-Phenoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 180);

(Z)-5-(2'-(3'-((Z)-1''-Phenoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 181);

25 (Z)-5-(2'-(3'-((E)-1''-Ethoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 182);

30 (Z)-5-(2'-(3'-((Z)-1''-Ethoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 183);

(Z)-5-(2'-(3'-((E)-1"-tert-Butoxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 185);

5 (Z)-5-(2'-(3'-((E)-1"-Benzyloxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 186);

(Z)-5-(2'-(3'-((Z)-1"-Benzyloxyiminoethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 187);

10 (Z)-5-(2'-(3'-((E)-Hydroxyiminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 190);

(Z)-5-(2'-(3'-Methoxymethylthienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 193);

15 (Z)-5-(2'-(3'-(Methoxymethoxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 194);

20 ( $\pm$ )-(Z)-5-(2'-(3'-(1"-Hydroxy-2",2",2"-trifluoroethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 202);

(+)-(Z)-5-(2'-(3'-(1"-Hydroxy-2",2",2"-trifluoroethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 203);

25 (-)-(Z)-5-(2'-(3'-(1"-Hydroxy-2",2",2"-trifluoroethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 204);

(Z)-5-(2'-(3'-(Cyclohexanecarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 216);

(Z)-5-(2'-(3'-(Prop-2"-ynylaminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 220);

(Z)-5-(2'-(3'-((2",2",2"-  
5 Trifluoroethylamino)methyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 221);

(Z)-5-(2'-(3'-(2"-Hydroxyethoxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 224);

10 (Z)-5-(2'-(3'-(2"-(E)-Cyanovinyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 238);

(±)-(Z)-5-(2'-(3'-(1"-Methoxy-2",2",2"-  
trifluoroethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-  
15 trimethyl-5H-chromeno(3,4-f)quinoline (compound 242);

(Z)-5-(2'-(3'-(4"-Oxo-piperidinecarbonyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 252); and

(Z)-5-(2'-(3'-(2",2",2"-Trifluoroethylcarbamoyl)thienylmethylidene))1,2-  
20 dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 253).

119. The compound of claim 1, selected from (Z)-5-(2'-(3'-(Prop-2"-ynloxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 196);

25 (-)-(Z)-5-(2'-(3'-(1"-Hydroxybut-3"-enyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 201);

(±)-(Z)-5-(2'-(3'-(Cyclohexylhydroxymethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline  
30 (compound 210);



(±)-(Z)-5-(2'-(3'-(1"-Hydroxy-2"-phenylethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 211);

(Z)-5-(2'-(3'-(Aminomethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 218);

(Z)-5-(2'-(3'-(2",2"-Trifluoro-1"-hydroxy-1"-(trifluoromethyl)ethyl)thienylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 229); and

(Z)-5-(2'-(3'-Hydroxymethylpyridinylmethylidene))1,2-dihydro-9-hydroxy-10-methoxy-2,2,4-trimethyl-5H-chromeno(3,4-f)quinoline (compound 247).

120. A pharmaceutical composition comprising a compound of any of claims 1-119 and a pharmaceutically acceptable carrier.

121. An article of manufacture, comprising packaging material, a compound of any of claims 1-119 which is effective for modulating the activity of glucocorticoid receptor, or for treatment, prevention or amelioration of one or more symptoms of glucocorticoid receptor mediated diseases or disorders, or diseases or disorders in which glucocorticoid receptor activity is implicated, within the packaging material, and a label that indicates that the compound or composition, or pharmaceutically acceptable derivative thereof, is used for modulating the activity of glucocorticoid receptor or for treatment, prevention or amelioration of one or more symptoms of glucocorticoid receptor mediated diseases or disorders, or diseases or disorders in which glucocorticoid receptor activity is implicated.

122. A method of treating, preventing, or ameliorating the symptoms or manifestation of a disease or disorder that is modulated by or otherwise affected by glucocorticoid receptor activity or in which glucocorticoid receptor activity is implicated, comprising administering to a subject in need thereof an effective amount of a compound of any of claims 1-119, wherein the amount is effective to treat, prevent or ameliorate the symptoms or manifestation of the disease or disorder..

123. The method of claim 122 wherein the glucocorticoid receptor is in a cell.

124. The method of claim 122, wherein the disease or disorder is selected from inflammatory disease, transplant rejection, psoriasis, dermatitis, autoimmune disorders, malignancies, acute adrenal insufficiency, congenital adrenal hyperplasia, rheumatic fever, granulomatous disease, immune proliferation/apoptosis, HPA axis suppression and regulation, hypercortisolemia, Th1/Th2 cytokine related disorders, chronic kidney disease, stroke and spinal cord injury, hypercalcemia, hyperglycemia, cerebral edema, thrombocytopenia, Little's syndrome, Addison's disease, cystic fibrosis, myasthenia gravis, autoimmune hemolytic anemia, uveitis, pemphigus vulgaris, multiple sclerosis, nasal polyps, sepsis, infectious disease, type II diabetes, obesity, metabolic syndrome, depression, schizophrenia, mood disorders, Cushing's syndrome, anxiety, sleep disorders, memory and learning enhancement, and glaucoma.

125. The method of claim 124, wherein the inflammatory disease is selected from rheumatoid arthritis, asthma, lupus, osteoarthritis, rhinosinusitis, inflammatory bowel disease, polyarteritis nodosa, Wegener's granulomatosis, giant cell arteritis, allergic rhinitis, urticaria, hereditary angioedema, chronic obstructive pulmonary disease, tendonitis, bursitis, autoimmune chronic active hepatitis and cirrhosis.

126. The compound of any of claims 1-119, wherein the compound is a selective glucocorticoid receptor modulator.

127. The selective glucocorticoid receptor modulator compound of any of claims 1-119 that is a glucocorticoid receptor agonist.

128. The selective glucocorticoid receptor modulator compound of any of claims 1-119 that is a glucocorticoid receptor antagonist.

129. The selective glucocorticoid receptor modulator compound of any of claims 1-119 that is a that is a glucocorticoid receptor partial agonist.

130. The selective glucocorticoid receptor modulator compound of any of claims 1-114 that is a tissue-specific modulator.

131. A selective glucocorticoid binding compound of any of claims 1-119.

132. A method for identifying a compound that is capable of modulating an activity of a glucocorticoid receptor, comprising:

contacting a cell expressing a glucocorticoid receptor with one or more compound(s) of any of claims 1-119; and

5 monitoring an effect of the compound upon the cell.

133. The method of claim 1, wherein the cell is contacted with a glucocorticoid receptor agonist prior to or simultaneously with the compound, and the compound is a glucocorticoid receptor antagonist.

134. A compound of any of claims 1-119 for use in the treatment of a  
10 disease or disorder that is modulated by glucocorticoid receptor.

135. The use of claim 134, wherein the disease or disorder is selected from inflammatory disease, transplant rejection, psoriasis, dermatitis, autoimmune disorders, malignancies, acute adrenal insufficiency, congenital adrenal hyperplasia, rheumatic fever, granulomatous disease, immune  
15 proliferation/apoptosis, HPA axis suppression and regulation, hypercortisolemia, Th1/Th2 cytokine related disorders, chronic kidney disease, stroke and spinal cord injury, hypercalcemia, hyperglycemia, cerebral edema, thrombocytopenia, Little's syndrome, Addison's disease, cystic fibrosis, myasthenia gravis, autoimmune hemolytic anemia, uveitis, pemphigus vulgaris, multiple sclerosis, nasal polyps,  
20 sepsis, infectious disease, type II diabetes, obesity, metabolic syndrome, depression, schizophrenia, mood disorders, Cushing's syndrome, anxiety, sleep disorders, memory and learning enhancement, and glaucoma.

136. The use of claim 135, wherein the inflammatory disease is selected from rheumatoid arthritis, asthma, lupus, osteoarthritis, rhinosinusitis,  
25 inflammatory bowel disease, polyarteritis nodosa, Wegener's granulomatosis, giant cell arteritis, allergic rhinitis, urticaria, hereditary angioedema, chronic obstructive pulmonary disease, tendonitis, bursitis, autoimmune chronic active hepatitis and cirrhosis.

137. Use of a compound of any of claims 1-119 for the formulation of a  
30 medicament for the treatment of a disease or disorder that is modulated by glucocorticoid receptor.